



RECEIVED
SEP 26 2003
TC 1700

MAIL STOP PATENT
Attorney Docket No.: 90094

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of:
Michael JENSEN, et al.

Serial No.: 09/993,374

Group Art Unit: 1774

Filed: November 14, 2001

Examiner: C.S. THOMPSON

For: FIBER-REINFORCED SANDWICH PANEL

REVOCATION AND POWER OF ATTORNEY

Commissioner for Patents
P.O. box 1450
Alexandria, VA 22313-1450

Sir:

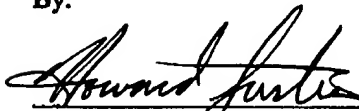
The Assignee hereby revokes any previous Power of Attorney and appoints Gary M. Nath, Reg. No. 26,965; Harold L. Novick, Reg. No. 26,011; Todd L. Juneau, Reg. No. 40,669; Robert C. Ryan, Reg. No. 29,343; Lee C. Heiman, Reg. No. 41,827; Jerald L. Meyer, Reg. No. 41,194; Joshua B. Goldberg, Reg. No. 44,126; Marvin C. Berkowitz, Reg. No. 47,421; Sheldon McGee, Reg. No. 50,454; and Tanya E. Harkins, Reg. No. 52,993 as my attorneys to prosecute this application and transact all business in the U.S. Patent and Trademark Office connected therewith.

Send Correspondence to: Gary M. Nath

NATH & ASSOCIATES PLLC
1030 15th Street, N.W.
6th Floor
Washington, D.C. 20005

Direct Telephone Calls to: Gary M. Nath at 202-775-8383

By:


Name: Howard J. Justus

Date

9/22/03

Name: (Sign)

Treasurer

Title: (Print or Type)



Docket No. 90094

STATEMENT UNDER 37 CFR 3.73(b)

Applicant/Patent Owner: Advanced Wall Systems, LLC
Application Serial No.: 09/993,374 Filed: November 14, 2001
Entitled:
FIBER-REINFORCED SANDWICH PANEL

Advanced Wall Systems, LLC, a corporation
(Name of Assignee) (Type of Assignee, e.g., corporation,
partnership, university, government agency, etc.)

states that it is:

1. ☒ the assignee of the entire right, title, and interest; or
 2. ☐ an assignee of an undivided part interest
- in the patent application identified above by virtue of either:

- A. ☐ An assignment from the inventor(s) of the patent application identified above. The assignment was recorded in the Patent and Trademark Office at Reel _____ Frame _____ or for which a copy thereof is attached,

OR

- B. ☒ A chain of title from the inventor(s), of the patent application identified above, to the current assignee as shown below:

1. Assignment from: Michael JENSEN and Kurt MARTIN To: Eco Building Systems, Inc.

The document was recorded in the Patent and Trademark Office at Reel 012326, Frame 0331, or a copy thereof is attached.

☒ Additional documents in the chain of title are listed on a supplemental sheet; or

- C. ☐ Copies of assignments or other documents in the chain of title are attached.

The undersigned (whose title is supplied below) is empowered to sign this statement on behalf of the assignee.

9/22/03
Date

Howard Justus
Signature

Howard J. Justus

Treasurer

Title



RECEIVED
SEP 26 2003
TC 1700

Docket No. 90094

STATEMENT UNDER 37 CFR 2.73(b)

Other documents in the chain of title attached hereto are outlined below:

2. Security agreement from: Eco Building Systems, Inc. To: Imperial Bank

The document was filed at the Patent and Trademark Office on August 29, 2003 and a copy thereof is attached.

3. Security agreement from: Eco Building Systems, Inc. To: Richard Werner

The document was filed at the Patent and Trademark Office on September 2, 2003 and a copy thereof is attached.

4. Assignment of security agreement from: Richard O. Werner To: AFS INDUSTRIES, LLC

The document was filed at the Patent and Trademark Office on September 3, 2003 and a copy thereof is attached.

5. Assignment of security agreement from: Imperial Bank To: Debt Acquisition Company of America V, LLC

A copy of the document is attached.

6. Foreclosure sale by Debt Acquisition Company of America V, LLC

A copy of the document is attached.

7. Retention of Intellectual Property including: U.S. Patent 5,524,412, U.S. Patent 6,073,410, U.S. Patent Application 09/592,001, U.S. Patent Application 09/993,374, Trademark Registration Number 1,927,538, Trademark Registration Number 2,304,783, and Trademark Registration Number 2,354,045 by Debt Acquisition Company of America V, LLC from assets sold at foreclosure.

A copy of the document is attached.

8. Assignment from: Debt Acquisition Company of America V, LLC To: Advanced Wall Systems, LLC

A copy of the document is attached.

RECORDATION FORM COVER SHEET
PATENTS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of Conveying Party:

1). Debt Acquisition Company of America V, LLC

☐ Additional names of conveying parties attached.

3. Nature of Conveyance

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
X Other: Assets Exempted from Foreclosure Auction

Execution Date: 1) April 9, 2003

2. Name and Address of Receiving Party(ies):

Name: Debt Acquisition Company of America V, LLC

Street Address: 2120 W. Washington Street, Suite 101

City, State, Zip: San Diego, CA 92110

☐ Additional name(s) and address(es) attached.

4. (A) Patent Application Number(s):

09/993,374; 09/592,001

If this document is being filed together with a new application, the execution date of the application is:

☐ Additional Numbers Attached.

4. (B) Patent Number(s):

5,524,412; 6,073,410

5. Name and Address of Party to whom Correspondence Concerning this Document Should be Mailed:

Name: Gary M. Nath
Address: NATH & ASSOCIATES
1030 15th Street, N.W. - 6th Floor
Washington, D.C. 20005

6. Total Number of Applications and Patents Involved:

1

7. Total Fee:

(37 CFR 3.41)

\$ 160.00

X Enclosed.

☐ Authorized to be charged to deposit account.

8. Deposit Account Number:

14-0112


ATTACH DUPLICATE COPY OF THIS PAGE IF PAYING BY DEPOSIT ACCOUNT.

DO NOT USE THIS SPACE

9. Statement and Signature:

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Name of Person Signing


Gary M. Nath, Reg. No. 26,965
Marvin C. Berkowitz, Reg. No. 47,421
Customer No. 20,529

September 11, 2003
Date

Attorney Docket No.: 90094; 90093; 90092; 90090

Total number of pages comprising cover sheet: 1

**NOTIFICATION OF PROPOSAL TO ACCEPT A PORTION OF THE COLLATERAL IN PARTIAL
SATISFACTION OF OBLIGATION
(CALIFORNIA COMMERCIAL CODE SECTIONS 9610-9613 AND 9620-22)**

To: Paul Boland, San Diego County Tax Collector

From: DEBT ACQUISITION COMPANY OF AMERICA V, LLC, a California Limited Liability Company ("DACA")
c/o PYLE SIMS DUNCAN & STEVENSON, APC
Attn: Peter L. Duncan, Esq.
401 "B" Street, Suite 1500
San Diego, California 92101
Telephone: (619)687-5200
Fax: (619)687-5210

Name of Debtor: ECO BUILDING SYSTEMS, INC., a Delaware Corporation dba Ecocrete ("Debtor")

On February 21, 2003, DACA gave Notification of Disposition of Collateral by public auction sale to be conducted on March 21, 2003, at 10:00 a.m. at the Debtor's premises at 596 Sandpiper Way, Chula Vista, CA 91910. The sale was scheduled to be conducted immediately following the public auction sale conducted by AFS Industries, LLC, assignee of junior secured creditor Richard Werner ("AFS"). AFS was the successful buyer in bulk bid at the public auction sale conducted by McCormack Auction Company on behalf of AFS, which is now the owner of all of its collateral. DACA continued its disposition of collateral to May 21, 2003, at 10:00 a.m. to be conducted at 596 Sandpiper Way, Chula Vista, CA 91910. Pursuant to California Commercial Code Sections 9620-22, DACA hereby gives notices of its proposal to accept a portion of the collateral in partial satisfaction of the obligation to DACA. DACA proposes to retain in partial satisfaction the following collateral which was identified as Lot 9 in the advertising for DACA's public auction sale noticed for March 21, 2003: (1) trademarks, service marks, trade names and service names and goodwill associated therewith; and (2) patents and patent applications filed in the United States Patent and Trademark Office or any similar office of any foreign jurisdiction, any interest under patent license agreements, and licenses pertaining to any patent, and all income, royalties, damages, payments, accounts and accounts receivable relating to the patents (including the patents identified in Exhibit "A" hereto), collectively referred to as the "Lot 9 Collateral," for a credit against the Debtor's obligation of Fifty Thousand and No/ 100 Dollars (\$50,000.00).

IF YOU OBJECT, THEN, PURSUANT TO CALIFORNIA COMMERCIAL CODE SECTION 9620(d), YOU MUST SERVE UPON DACA AT THE ABOVE LISTED ADDRESS A PROPERLY AUTHENTICATED NOTIFICATION OF OBJECTION IDENTIFYING YOURSELF AND YOUR CLAIMED INTEREST IN THE LOT 9 COLLATERAL SUCH THAT THE NOTIFICATION OF OBJECTION IS RECEIVED WITHIN TWENTY DAYS AFTER NOTIFICATION WAS SENT TO YOU, AS REFLECTED BY THE DATE AT THE BOTTOM OF THIS NOTICE. If a timely objection is received from any party to whom this Notification Of Proposal is sent, then DACA will go forward with the previously advertised and noticed continued disposition of collateral as to the Lot 9 Collateral on May 21, 2003, at 10:00 a.m. at 596 Sandpiper Way, Chula Vista, CA 91910.

IF NO PARTY TO WHOM THIS NOTIFICATION OF PROPOSAL IS SENT TIMELY OBJECTS, then: (1) DACA shall retain the Lot 9 Collateral in partial satisfaction of the obligations for a credit of \$50,000.00 toward the Debtor's obligation; (2) DACA shall retain the Lot 9 Collateral, and (3) the continued disposition of collateral will not go forward on May 21, 2003, as to the Lot 9 Collateral.

YOU ARE HEREBY ADVISED that, should DACA retain the collateral pursuant to this notification, that retention shall have the effect set forth in Commercial Code Section 9622 including

the discharge or termination of any subordinate interest, BUT ONLY as to the Lot 9 Collateral, which will then be owned by DACA.

YOU ARE FURTHER ADVISED that DACA reserves all of its rights related to all of the collateral including but not limited to all of its rights as to the remainder of the collateral and, in the event of an objection to the notification of this proposal, all rights at the continued disposition of collateral including all rights to credit bid.

YOU ARE FURTHER ADVISED that all other terms and conditions of the public auction sale as previously noticed and advertised and as continued to May 21, 2003, remain in full force and effect.

The approximate amount of the obligation owing is as follows as of January 23, 2003:

Principal		\$930,000.00
Penalty Fee		\$100,000.00
Interest:		
@ 6.25% through 11/4/02		
@ 1.25% from 11/5/02-1/23/03	\$705.48	
Total Interest	\$25,242.36	
Foreclosure Fees		\$25,947.83
Attorneys Fees/Costs through 12/31/02		\$ 1,127.95
		\$37,988.60
Total Sum Owing at 1/23/03		\$1,095,064.38

In addition, DACA will charge per diem interest, legal expenses and sales costs incurred after January 23, 2003 against the sales proceeds. You are entitled to an accounting of the unpaid indebtedness secured by all of DACA's collateral, including the Lot 9 Collateral (collectively, the "Personal Property Collateral") that we intend to sell. You may request an accounting by calling Howard Justus at (818)294-8400, ext. 155.

Should the disposition of collateral go forward, the Personal Property Collateral will be sold "AS IS" and "WHERE IS" with all faults and without any warranties, express or implied. There is no warranty relating to title, possession, quiet enjoyment or the like in this disposition. DACA disclaims all warranties with respect to the Personal Property Collateral under California Commercial Code Section 9810(e).

Copies of each certificate of Tax Lien known by DACA to affect the property to be sold are attached hereto collectively as Exhibit "B".

Dated: April 9, 2003

DEBT ACQUISITION COMPANY OF AMERICA V, LLC

BY:

PYLE SIMS DUNCAN & STEVENSON, APC

By:

Michael E. Busch
Michael E. Busch
Attorneys for Debt Acquisition Company Of America V, LLC

RECORDATION FORM COVER SHEET
PATENTS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of Conveying Party:

1) ECO BUILDING SYSTEMS, INC.

☐ Additional names of conveying parties attached.

3. Nature of Conveyance

- ☐
- Assignment
- ☐
- Merger
-
- ☒
- Security Agreement
- ☐
- Change of Name
-
- ☐
- Other:

Execution Date: 1) May 29, 2001

2. Name and Address of Receiving Party(ies):

Name: Richard Werner

Street Address: 4924 Balboa Blvd., 367

City, State, Zip: Encino, CA 91316

☐ Additional name(s) and address(es) attached.

4. (A) Patent Application Number(s):

09/993,374; 09/592,001

If this document is being filed together with a new application, the execution date of the application is:

☐ Additional Numbers Attached.

4. (B) Patent Number(s):

5,524,412; 6,073,410

5. Name and Address of Party to whom Correspondence Concerning this Document Should be Mailed:

Name: Gary M. Nath
Address: NATH & ASSOCIATES
1030 15th Street, N.W. - 6th Floor
Washington, D.C. 20005

6. Total Number of Applications and Patents Involved:

1

7. Total Fee:

(37 CFR 3.41)

\$ 160.00

☒ Enclosed.☐ Authorized to be charged to deposit account.

8. Deposit Account Number:

14-0112

ATTACH DUPLICATE COPY OF THIS PAGE IF PAYING BY DEPOSIT ACCOUNT.

DO NOT USE THIS SPACE

9. Statement and Signature:

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Name of Person Signing

Gary M. Nath, Reg. No. 26,965
Marvin C. Berkowitz, Reg. No. 47,421
Customer No. 20,529September 2, 2003
Date

Attorney Docket No.: 90094; 90093; 90092; 90090

Total number of pages comprising cover sheet: 1

THIS SPACE FOR USE OF FILING OFFICER

0115660676

FINANCING STATEMENT — FOLLOW INSTRUCTIONS CAREFULLY

This Financing Statement is presented for filing pursuant to the Uniform Commercial Code and will remain effective, with certain exceptions, for 5 years from date of filing.

A. NAME & TEL. # OF CONTACT AT FILER (optional)	B. FILING OFFICE ACCT. # (optional)
C. RETURN COPY TO: (Name and Mailing Address)	
Richard Werner 4924 Balboa Blvd., #367 Encino, CA 91316	
D. OPTIONAL DESIGNATION IF APPLICABLE	LESSOR/LESSEE
CONSIGNOR/CONSIGNEE	NON-UCC FILING

RECEIVED
SEP 26 2003
TC 1700FILED
SACRAMENTO, CA
MAY 29, 2001 AT 0800
BILL JONES
SECRETARY OF STATE

D. OPTIONAL DESIGNATION IF APPLICABLE	LESSOR/LESSEE	CONSIGNOR/CONSIGNEE	NON-UCC FILING
---------------------------------------	---------------	---------------------	----------------

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b)

1a. ENTITY'S NAME	Eco Building Systems, Inc.		
OR	1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
			SUFFIX
1c. MAILING ADDRESS	CITY	STATE	COUNTRY
596 Sandpiper Way	Chula Vista	CA	USA
1d. U.S. OR TAX ID #	OPTIONAL ADD IN INFO RE ENTITY'S DEBTOR	1e. TYPE OF ENTITY	1f. ENTITY'S STATE OR COUNTRY OF ORGANIZATION
33-0588687		Corporation	Delaware
1g. ENTITY'S ORGANIZATIONAL ID. #, if any			

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b)

2a. ENTITY'S NAME			
OR	2b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
			SUFFIX
2c. MAILING ADDRESS	CITY	STATE	COUNTRY
2d. U.S. OR TAX ID #	OPTIONAL ADD IN INFO RE ENTITY'S DEBTOR	2e. TYPE OF ENTITY	2f. ENTITY'S STATE OR COUNTRY OF ORGANIZATION
2g. ENTITY'S ORGANIZATIONAL ID. #, if any			

3. SECURED PARTY'S (ORIGINAL L.P. or ITS TOTAL ASSIGNEE) EXACT FULL LEGAL NAME - insert only one secured party name (3a or 3b)

3a. ENTITY'S NAME			
OR	3b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
			SUFFIX
3c. MAILING ADDRESS	CITY	STATE	COUNTRY
4924 Balboa Blvd., 367	Encino	CA	USA
3d. U.S. OR TAX ID #	OPTIONAL ADD IN INFO RE ENTITY'S DEBTOR	3e. TYPE OF ENTITY	3f. ENTITY'S STATE OR COUNTRY OF ORGANIZATION
3g. ENTITY'S ORGANIZATIONAL ID. #, if any			

4. This FINANCING STATEMENT covers the following types or items of property:

All assets of debtor, including but not limited to, accounts, deposit accounts, inventory, equipment and general intangibles.

5. CHECK: <input type="checkbox"/> This FINANCING STATEMENT is signed by the Secured Party instead of the Debtor to perfect a security interest.	7. If filed in Florida, check one: <input type="checkbox"/> Debtor's name <input type="checkbox"/> Debtor's name and address
6. CHECK: <input type="checkbox"/> This FINANCING STATEMENT is by the Debtor (the secured party) for recording in the PUBLIC RECORDS.	8. CHECK TO REQUEST SEARCH CERTIFICATION (if applicable)
9. CHECK TO REQUEST SEARCH CERTIFICATION (if applicable)	10. CHECK TO REQUEST SEARCH CERTIFICATION (if applicable)
11. CHECK TO REQUEST SEARCH CERTIFICATION (if applicable)	12. CHECK TO REQUEST SEARCH CERTIFICATION (if applicable)

(1) FILING OFFICER COPY - NATIONAL FINANCING STATEMENT FORM UCC(1)(TRANS) (REV. 12/18/96)

RECORDATION FORM COVER SHEET
PATENTS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of Conveying Party:

1) Richard O. Werner

☐ Additional names of conveying parties attached.

3. Nature of Conveyance

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other: Assignment of Security Agreement

Execution Date: 1) March 20, 2003

2. Name and Address of Receiving Party(ies):

Name: AFS INDUSTRIES, LLC

Street Address: 596 Sandpiper Way

City, State, Zip: Chula Vista, CA 91910

☐ Additional name(s) and address(es) attached.

4. (A) Patent Application Number(s):

09/993,374; 09/592,001

If this document is being filed together with a new application, the execution date of the application is:

☐ Additional Numbers Attached.

4. (B) Patent Number(s):

5,524,412; 6,073,410

5. Name and Address of Party to whom Correspondence Concerning this Document Should be Mailed:

Name: Gary M. Nath
Address: NATH & ASSOCIATES
1030 15th Street, N.W. - 6th Floor
Washington, D.C. 20005

6. Total Number of Applications and Patents Involved:

1

7. Total Fee:

(37 CFR 3.41)

\$ 160.00

☒ Enclosed.☐ Authorized to be charged to deposit account.

8. Deposit Account Number:

14-0112

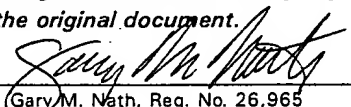
ATTACH DUPLICATE COPY OF THIS PAGE IF PAYING BY DEPOSIT ACCOUNT.

DO NOT USE THIS SPACE

9. Statement and Signature:

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Name of Person Signing


Gary M. Nath, Reg. No. 26,965
Marvin C. Berkowitz, Reg. No. 47,421
Customer No. 20,529

September 3, 2003
Date

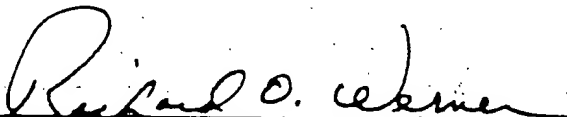
Attorney Docket No.: 90094; 90093; 90092; 90090

Total number of pages comprising cover sheet: 1

ASSIGNMENT OF PROMISSORY NOTES

FOR VALUE RECEIVED, the undersigned, RICHARD O. WERNER, an individual, hereby grants, assigns and transfers to AFS INDUSTRIES, LLC, a Delaware limited liability company, all of the undersigned's right, title and interest in and to (a) that certain Amended and Restated Secured Promissory Note dated May 1, 2002, in the original principal amount of One Million Six Hundred Thousand Dollars (\$1,600,000) payable by ECO BUILDING SYSTEMS, INC., a Delaware corporation, dba ECOCRETE, INC. ("Ecocrete") to Werner (the "Werner \$1,600,000 Note"), and (b) that certain Amended and Restated Short Term Secured Promissory Note dated May 1, 2002, in the original principal amount of Three Hundred Six Thousand Dollars (\$306,000) payable by Ecocrete to Werner (the "Werner \$306,000 Note") and together with the Werner \$1,600,000 Note, the "Werner Notes"), together with all rights and interests in and to the collateral securing the Werner Notes.

IN WITNESS WHEREOF, the undersigned has executed this Assignment of Promissory Notes as of the 20th day of March, 2003.


RICHARD O. WERNER

RECORDATION FORM COVER SHEET
PATENTS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of Conveying Party:

1) Debt Acquisition Company of America V, LLC

☐ Additional names of conveying parties attached.

3. Nature of Conveyance

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other: Foreclosure of Security Interest and
Foreclosure Auction of Debtor Assets

Execution Date: 1) April 4, 2003

2. Name and Address of Receiving Party(ies):

Name: AFS INDUSTRIES, LLC

Street Address: 596 Sandpiper Way

City, State, Zip: Chula Vista, CA 91910

☐ Additional name(s) and address(es) attached.

4. (A) Patent Application Number(s):

09/993,374; 09/592,001

If this document is being filed together with a new
application, the execution date of the application is:☐ Additional Numbers Attached.

4. (B) Patent Number(s):

5,524,412; 6,073,410

5. Name and Address of Party to whom Correspondence
Concerning this Document Should be Mailed:

Name: Gary M. Nath
Address: NATH & ASSOCIATES
1030 15th Street, N.W. - 6th Floor
Washington, D.C. 20005

6. Total Number of Applications and Patents Involved:

1

7. Total Fee:

(37 CFR 3.41).

\$ 160.00

☒ Enclosed.☐ Authorized to be charged to deposit account.

8. Deposit Account Number:

14-0112

ATTACH DUPLICATE COPY OF THIS PAGE IF PAYING BY DEPOSIT ACCOUNT.

DO NOT USE THIS SPACE

9. Statement and Signature:

*To the best of my knowledge and belief, the foregoing is true and correct and any attached
copy is a true copy of the original document.*

Name of Person Signing

Gary M. Nath
 Gary M. Nath, Reg. No. 26,965
 Marvin C. Berkowitz, Reg. No. 47,421
 Customer No. 20,529

September 10, 2003
 Date

Attorney Docket No.: 90094; 90093; 90092; 90090

Total number of pages comprising cover sheet: 1

AFS INDUSTRIES, LLC
596 SANDPIPER WAY
CHULA VISTA, CALIFORNIA 91910

DATE: April 4, 2003

In Re: ECO BUILDING SYSTEMS, INC.)

DBA ECOCRETE, INC.)

Foreclosure Auction)

REPORT OF AUCTIONEER

I, Josh McCormack, declare as follows:

I am a licensed and bonded California Auctioneer and a principal of McCormack Auction Company, Inc.

On March 21st, 2003, at 10:30 am, McCormack Auction Company, Inc. conducted an on site auction of the above referenced company's assets located at 596 Sandpiper Way in Chula Vista, CA 91910. Prior to the auction were numerous allocations for viewing by both private appointments and an open house.

Advertising for the sale was published in the classifieds auction section of the San Diego Union Tribune on March 2nd, 9th & 16th as well as the Los Angeles Times on March 16th. In addition to the auction section a spotter was placed in the business opportunity section. A specialized mailing list of over 1000 portable building manufacturers in the nation was purchased and utilized in the mailing of over 5000 color brochures advertising this auction. Copies of the advertisements run in the San Diego Union Tribune, Los Angeles Times, and a sample of our color flyer and the receipt for the specialized mailing list are hereto attached as Exhibit "A".

A complete catalog of all items sold is attached as Exhibit "B". Exhibit "B-1" sets forth all intellectual property included in the sale.

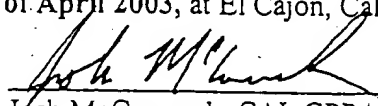
The auction was conducted by offering the assets in 11 large lots as well as in bulk. The individual lots were presented and bid on first with results being subject to confirmation. The sum of individual lots plus 10% was the established value to start the bulk bid process. AFS did credit bid in bulk causing individual lot bids to be void and confirmation of assets to be sold in bulk. The auction sales results are attached as Exhibit "C".

A true and accurate listing of registered bidders in attendance is attached hereto as Exhibit "D".

A Public announcement prior to auction is attached hereto as Exhibit "E"

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed this 4th day of April 2003, at El Cajon, California.


Josh McCormack, CAI, GPPA
California Bond # 723-40-08-02

AUCTION #1

10:30 AM Tues March 11th

S.D. COMM COLLEGE DISTRICT

N.W. Corner of 14th & F St, Downtown San Diego

Including But Not Limited To:

(2) Millermatic 35 Welders, (2) Lincoln Idealarc Tig Welders, Cincinnati Horizontal Mill, (2) Glass Door Display Refers, Crystal Cube Ice Machine, Injection Mold Machine PHI 125 (Straight Knuckle Type), Apple G3 Macs, (20) Pallets of Computers, Copiers & Film Projectors, File Cabinets, Desks, Tables, Chairs, Library Shelving (sold from photo) and much more!

INSPECTION: Day of the Auction, from 8:30 AM until start of auction.

DEPOSIT: A \$500 CASH & ONLY CASH Deposit required to bid.

FINAL PAYMENT: Cash, Cashier's Check, Money Orders or VISA/MasterCard.

Note: 10% Buyer's Premium and 7.75% sales tax applies to all purchases.

AUCTION #2

10 AM Tues March 11th

*Please Note Date Change

BALTIMORE WEST LAUNDROMAT

5260 Baltimore Dr, La Mesa, CA 91942

Over 60 Machines & Entire Facility

INSPECTION: Day of the Auction, from 9:45 AM until start of auction.

AUCTION #3

10 AM Wed March 19th

GROSSMONT UNION H. S. DISTRICT

2200 Murray Drive, El Cajon, CA

Lg. Amount of Scientific, (3) Welders, Pallets of Computers, Electronics & AV, Furniture, Piano, Nuclear Scales.

INSPECTION: Day of the Auction, from 8:30 AM until start of auction.

DEPOSIT: A \$500 CASH & ONLY CASH Deposit required to bid. **FINAL PAYMENT:** Cash, Cashier's Check, Money Orders or VISA/MasterCard. Note: 10% Buyer's Premium & 7.75% sales tax applies both sales.

AUCTION #4

10 AM Fri March 21st

ECOCRETE INC.

Foreclosure Auction

*Secured Creditors reserve the right to credit bid.

596 Sandpiper Way, Chula Vista, CA 91910

Huge Facility, Business Opportunity!

Modular Portable Building Manufacturer

To be Sold in 10 Lots Including But Not Limited To:

Lot 1-Welding & Fabrication Equip: Over 40 Welders, Air Compressors, Saws, Shear, Torches, Brake, Band Saw, Pipe Threader, (2) Gas Generators, Pressure Washer, Small Tools.

Lot 2-Warehouse Equip: Electric Carts, Storage Containers, Dollies, Supply & Push Carts, Jacks, Ladders, Wheel Barrow, Scales.

Lot 3-Office Furnishings & Business Machines: Desks, Chairs, File Cabinets, Copiers, Computers, Phone System.

Lot 4-Rolling Stock: (8) Forklifts, Pick Up Trucks.

Lot 5- Office Trailers.

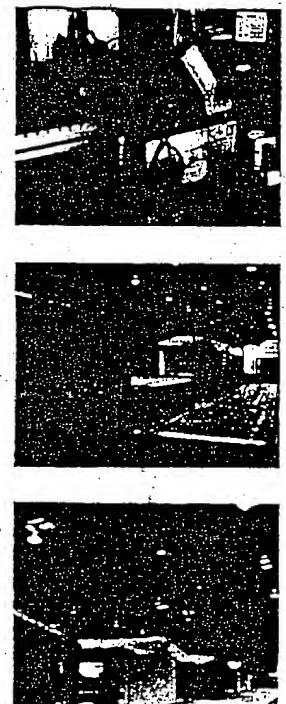
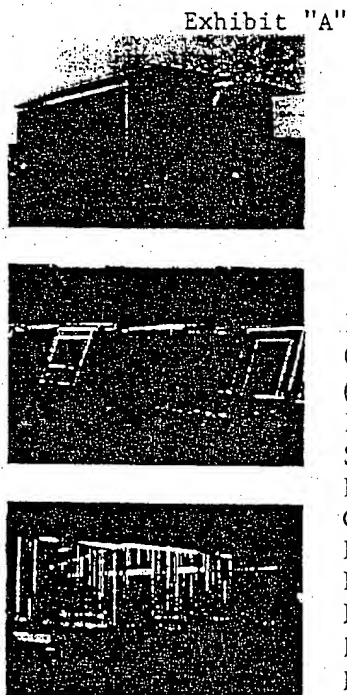
Lot 6-Concrete Batch Plant.

Lot 7-Overhead Boom Cranes.

Lot 8-Jigs and Work in Progress.

Lot 9-Copyrights, Patents, Trademarks and License Agreements.

Lot 10-Accounts Receivable.



INSPECTION: Thurs, March 20th from 9 AM to 3 PM or By Appointment Only.

DEPOSIT: Large Deposit Due to Large Lots. \$10,000 Certified Funds required to bid!

FINAL PAYMENT: Cash, Cashier's Check, Money Orders or VISA/MasterCard.

Note: 10% Buyer's Premium and 7.75% sales tax applies to all purchases.

AUCTION #5

10:30 AM Tues March 25th

LION'S PRIDE ENTERPRISES

1959 Palomar Oaks Way, 3rd Floor, Carlsbad, CA 92009

Over 30 Offices of Matching Quality, Hi-End Office Furnishings

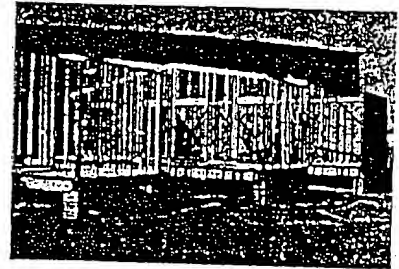
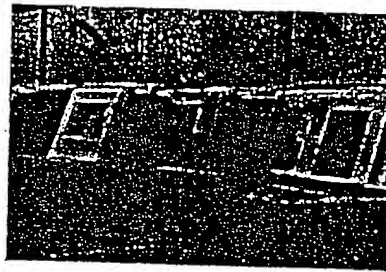
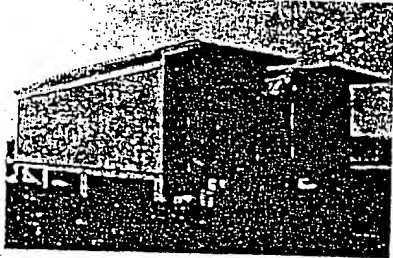
INSPECTION: Day of the Auction, from 9 AM until start of auction.

DEPOSIT: A \$500 CASH & ONLY CASH Deposit required to bid.

FINAL PAYMENT: Cash, Cashier's Check, Money Orders or VISA/MasterCard.

ECOCRETE INC.

Foreclosure Auction



10 AM Friday March 21st
596 Sandpiper Way, Chula Vista, CA 91910

Terms & Conditions

- ♦ **Bidder Deposit:** Large Deposit Due to Large Lots. \$10,000 Certified Funds required to bid!
- ♦ **Final Payment:** Balance is due and MUST be paid in full at close of auction and may be Cash, Cashiers Checks, MasterCard or Visa.
- ♦ Sales Tax in the amount of 7.75% applies to all purchases.
- ♦ **Buyer's Premium:** There will be a 10% Buyer's Premium added to ALL purchases at this Auction.
- ♦ **Warranty/Guarantee:**
All merchandise is sold on an "AS IS, WHERE IS" basis, without warranty or guarantee as to condition, fitness to use, or merchantability stated, implied or otherwise.

Auction Schedule

10:30 AM Tues March 25th

LION'S PRIDE ENTERPRISES

1959 Palomar Oaks Way, 3rd Floor, Carlsbad, CA 92009

Over 30 Offices of Matching Quality, Hi-End Office Furnishings

10:30 AM Thurs March 27th

BRIAN'S CLASSIC CARS

9450 Camino Ruiz, San Diego, CA 92126

9 Classic Cars, Sm. Restaurant, Speed Parts Inventory, Memorabilia, Service Shop, Detail & Upholstery Center

10:00 AM Wednesday, April 2nd

**US CUSTOMS Drug Bust, Bankruptcy Court
& Select Consignments**

VEHICLE AUCTION

850-D Energy Way, Chula Vista, CA 91911

PATENTS:

U.S. Patent # 5,524,412 dated June 11, 1996 for: "Method and Composition for Constructing Modular Buildings"

Abstract

A method of constructing modular wall and floor units, and modular manufactured buildings from such units, is disclosed. The use of a metal-compatible cementitious building material and a unique technique for panel formation allows for the simple and simultaneous formation of wall or floor panels and integration of those panels with the reinforcing and supporting frames to form "half sections" of modular building walls and floors. These half sections can then be readily provided with in-wall and through-wall services at the factory in a manner which permits the workers to have clear access to the appropriate sections of the building for easy installation of such services. Upon completion of the installation of services, the corresponding half sections can be joined to form fully integrated and framed units and buildings including walls, floors or ceilings with a minimum of effort. The invention has several interrelated aspects: the method of construction the wall and floor members, the methods of construction the modular building from those members, and a particular type of cementitious material which is uniquely suited for these construction methods.

U.S. Patent # 6,073,410 dated June 13, 2000 for: "Structure and Formulation for Manufactured of Prefabricated Buildings"

Abstract

The present invention resides in a wall unit and formulation and is particularly advantageous for the manufacture of prefabricated buildings. The wall unit uses a uniquely formulated exterior wall panel that is bonded to a frame of tri-chord steel beams. The unique cementitious composition of the wall unit allows it to be fire and insect resistant and generally impervious to moisture.

Continuation in Part

Application serial number 09/592001 filed 06/12/00 as a CIP of application serial number 09/172741 which is now U.S. Patent 6,073,410.

Continuation in Part amendment ... a plurality of bonding patches that bond the panel to the frame by attaching to the frame and to one or more of the first opposed sides of the support members; the support members having spaced-apart bonding patches along the length of the support member, wherein the plurality of bonding patches are prepared from a cured/hardened moldable cementitious building material.

U.S. Patent Pending, Application No. 09/993374, dated August 22, 2001 for: "Fiber-Reinforced Sandwich Panel"

Description of the Prior Art

Concrete is a preferred building material for construction of structures in certain markets. Load-bearing concrete walls are generally thick, heavy, and difficult to transport. Also, an uninsulated concrete wall generally has a poor insulation value and increasing the insulation value using concrete may not be economically viable in certain markets. Accordingly, there exists a need for a lightweight and relatively low-cost prefabricated structure for competing in markets preferring concrete structures. The present invention satisfies these needs.

Abstract

The present invention may be embodied in a sandwich panel having first and second face panels each having a first predetermined thickness and being formed of a fiber-reinforced cementitious material. The sandwich panel further includes support frame for supporting the first and second face panels in a spaced apart configuration. The support frame is formed of a fiber-reinforced cementitious material that is continuous with the cementitious material of the first and second face panels. An insulation material is embedded in the sandwich panel for defining a structure of the support frame.

TRADEMARKS:

ECOCRETE (Reg. No. 1,927,538)

G & S: relocatable modular and/or panelized classrooms manufactured with polymer modified glass fiber reinforced concrete material. Registered: 19951017.

ECOCRETE CLASSROOM (Reg. No. 2,304,783)

G & S: relocatable modular and/or panelized classrooms manufactured with polymer modified glass fiber reinforced concrete material. First use: 19980301. First use in commerce: 19980301

ECOCRETE HOME (Reg. No. 2,354,045)

G & S: modular and/or panelized homes manufactured with polymer modified glass fiber reinforced concrete material. First use: 19960314. First use in commerce: 19960601.

ENTERED 1-21-03
FILED
JAN 17 2003
U.S. BANKRUPTCY COURT
SOUTHERN DISTRICT OF CALIFORNIA
BY DEPUTY

FILED
ENTERED
LODGED
RECEIVED
JAN 9 2003
CLERK, U.S. BANKRUPTCY COURT
SOUTHERN DISTRICT OF CALIFORNIA
BY PT DEPUTY

PETER L. DUNCAN (Cal. Bar #123308)

PYLE SIMS DUNCAN & STEVENSON

A Professional Corporation

401 "B" Street, Suite 1500

San Diego, California 92101

(619) 687-5200

Attorneys for Movant

Debt Acquisition Corporation of America V, LLC

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF CALIFORNIA

In re

ECO BUILDING SYSTEMS, INC.,

Debtor.

DEBT ACQUISITION CORPORATION OF
AMERICA V, LLC,

Movant,

v.

ECO BUILDING SYSTEMS, INC., Debtor in
Possession, et al.

Respondents.

Case No. 02-11285-B11

RS No. PLD-1

ORDER GRANTING MOTION FOR
RELIEF FROM STAY

Date: January 6, 2003

Time: 3:30 p.m.

Dept.: Four

Judge Bowie

The Motion for Relief From Stay of Debt Acquisition Corporation of America V, LLC ("DACA") filed herein as Docket nos. 26-31 on December 9, 2002 (the "Motion") came on regularly for hearing in Department 4 of the United States Bankruptcy Court for the Southern District of California, the Honorable Peter W. Bowie, Judge presiding. Timothy Daley, Esq. appeared for the Debtor and Debtor in Possession Eco Building Systems, Inc. dba Ecocrete, Inc. ("Debtor") and Peter Duncan, Esq. appeared for DACA.

The Court having read and considered the Motion, the Opposition thereto and the Reply, having heard and considered the statements and representations of counsel at the hearing and good cause existing therefor, IT IS HEREBY ORDERED:

1. The Motion is granted.

ORIGINAL

1 2. Pursuant to 11 U.S.C. Section 362(d), the automatic stay of 11 U.S.C. Section 362 is
2 terminated for all purposes as to DACA in connection with the estate's and the debtor's interest in the
3 property of the estate described in this Order. DACA may enforce its remedies or otherwise obtain
4 possession of and dispose of the following property described in the Motion in accordance with
5 applicable non-bankruptcy law: all personal property of Debtor, including, but not limited to, all
6 accounts receivable, accounts, goods, equipment, inventory, chattel paper, contract rights, documents,
7 instruments, money, deposit accounts, general intangibles, investment property, software products,
8 copyrights, patents and royalty income derived therefrom all as more fully described in the 1997 and
9 1999 Security Agreements attached as Exhibits 15 and 19 to the Declaration of Howard Justus in
10 Support of Motion for Relief From Stay (reproduced as Exhibits A and B to this Order) and the
11 intellectual property as more fully described in the 1998 Intellectual Property Security Agreement
12 attached as Exhibit 18 to the Declaration of Howard Justus in Support of Motion for Relief From Stay
13 (reproduced as Exhibit C to this Order) (collectively the "Collateral") and all proceeds and products
14 thereof (the "Cash Collateral"). DACA may not pursue any deficiency claim against the Debtor or
15 property of the estate which is not Collateral except by filing a Proof of Claim pursuant to 11 U.S.C.
16 §501.

17 3. Any post-petition acts taken after the effective date of this Order by DACA to enforce
18 its remedies, in accordance with applicable non-bankruptcy law, against the Debtor, the Collateral or the
19 Cash Collateral shall not constitute a violation of the stay in this bankruptcy case.
20

21 IN RE ECO BUILDING SYSTEMS, INC.,
22 DEBTOR

23 DEBT ACQUISITION CORPORATION OF
24 AMERICA V, LLC,

25 v.

26 ECO BUILDING SYSTEMS, INC., DEBTOR
27 IN POSSESSION, ET AL.

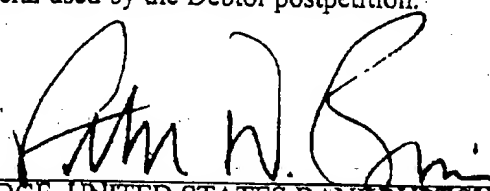
28 CASE NO.: 02-11285-B11
 RS No.: PLD-1

 ORDER GRANTING MOTION FOR
 RELIEF FROM STAY

- 1 4. Good cause exists for immediate entry of this Order.
2 5. The 10-day stay of Bankruptcy Rule 4001(a)(3) is waived.
3 6. Debtor shall sequester all Cash Collateral, turn it over to DACA and provide a written
4 accounting to DACA of any Cash Collateral used by the Debtor postpetition.

5 IT IS SO ORDERED.

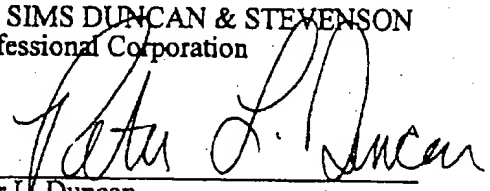
6
7 Date: JAN 17 2003


JUDGE, UNITED STATES BANKRUPTCY COURT

8
9 Signature by the attorney constitutes a certification under Fed. R. Bankr. P. 9011 that the relief provided
10 by the order is the relief requested in the Motion which was granted by the Court.

11 Dated: January 9, 2003

12 PYLE SIMS DUNCAN & STEVENSON
13 A Professional Corporation

14 By: 
15 Peter H. Duncan,
16 Attorneys for Movant Debt Acquisition Corporation of America V, LLC
17
18
19
20

21 IN RE ECO BUILDING SYSTEMS, INC.,
22 DEBTOR

23 DEBT ACQUISITION CORPORATION OF
24 AMERICA V, LLC,

25 v.

26 ECO BUILDING SYSTEMS, INC., DEBTOR
IN POSSESSION, ET AL.

27 CASE No.: 02-11285-B11
28 RS No.: PLD-1

ORDER GRANTING MOTION FOR
RELIEF FROM STAY

COLLATERAL DESCRIPTION
OCTOBER 15, 1997 SECURITY AGREEMENT

ACCOUNTS, INTANGIBLES AND OTHER: (Describe)

All personal property of Obligor (herein referred to as "Obligor" or "Debtor") whether presently existing or hereafter created, written, produced or acquired, including, but not limited to: (i) all accounts receivable, accounts, chattel paper, contract rights (including, without limitation, royalty agreements, license agreements and distribution agreements), documents, instruments, money, deposit accounts and general intangibles including, without limitation, returns, repossessions, books and records relating thereto, and equipment containing said books and records, all investment property including securities and securities entitlements, (ii) all software, computer source codes and other computer programs (collectively, the "Software Products"), and all common law and statutory copyrights and copyright registrations, applications for registration, now existing or hereafter arising, United States of America and foreign, obtained or to be obtained on or in connection with the Software Products, or any parts thereof or any underlying or component elements of the Software Products together with the right to copyright and all rights to renew or extend such copyrights and the right (but not the obligation) of Bank (herein referred to as "Bank" or "Secured Party") to sue in its own name and/or in the name of the Debtor for past, present and future infringements of copyright, (iii) all goods including, without limitation, equipment and inventory (including, without limitation, all export inventory), (iv) all guarantees and other security therefor, (v) all trademarks, service marks, trade names and service names and the goodwill associated therewith, (vi) (a) all patents and patent applications filed in the United States Patent and Trademark Office or any similar office of any foreign jurisdiction, and interests under patent license agreements, including, without limitation, the inventions and improvements described and claimed therein, (b) licenses pertaining to any patent whether Debtor is licensor or licensee, (c) all income, royalties, damages, payments, accounts and accounts receivable now or hereafter due and/or payable under and with respect thereto, including, without limitation, damages and payments for past, present or future infringements thereof, (d) the right (but not the obligation) to sue for past, present and future infringements thereof, (e) all rights corresponding thereto throughout the world in all jurisdictions in which such patents have been issued or applied for, and (f) the reissues, divisions, continuations, renewals, extensions and continuations-in-part with any of the foregoing (all of the foregoing patents and applications and interests under patent license agreements, together with the items described in clauses (a) through (f) in this paragraph are sometimes herein individually and collectively referred to as the "Patents"), and (vii) all products and proceeds including, without limitation, insurance proceeds, of any of the foregoing.

COLLATERAL DESCRIPTION
APRIL 28, 1999 SECURITY AGREEMENT

ACCOUNTS, INTANGIBLES AND OTHER: *(Describe)*

All personal property of Obligor (herein referred to as "Obligor" or "Debtor") whether presently existing or hereafter created, written, produced or acquired, including, but not limited to: (i) all accounts receivable, accounts, chattel paper, contract rights (including, without limitation, royalty agreements, license agreements and distribution agreements), documents, instruments, money, deposit accounts and general intangibles including, without limitation, returns, repossessions, books and records relating thereto, and equipment containing said books and records, all investment property including securities and securities entitlements, (ii) all software, computer source codes and other computer programs (collectively, the "Software Products"), and all common law and statutory copyrights and copyright registrations, applications for registration, now existing or hereafter arising, United States of America and foreign, obtained or to be obtained on or in connection with the Software Products, or any parts thereof or any underlying or component elements of the Software Products together with the right to copyright and all rights to renew or extend such copyrights and the right (but not the obligation) of Bank (herein referred to as "Bank" or "Secured Party") to sue in its own name and/or in the name of the Debtor for past, present and future infringements of copyright, (iii) all goods including, without limitation, equipment and inventory (including, without limitation, all export inventory), (iv) all guarantees and other security therefor, (v) all trademarks, service marks, trade names and service names and the goodwill associated therewith, (vi) (a) all patents and patent applications filed in the United States Patent and Trademark Office or any similar office of any foreign jurisdiction, and interests under patent license agreements, including, without limitation, the inventions and improvements described and claimed therein, (b) licenses pertaining to any patent whether Debtor is licensor or licensee, (c) all income, royalties, damages, payments, accounts and accounts receivable now or hereafter due and/or payable under and with respect thereto, including, without limitation, damages and payments for past, present or future infringements thereof, (d) the right (but not the obligation) to sue for past, present and future infringements thereof, (e) all rights corresponding thereto throughout the world in all jurisdictions in which such patents have been issued or applied for, and (f) the reissues, divisions, continuations, renewals, extensions and continuations-in-part with any of the foregoing (all of the foregoing patents and applications and interests under patent license agreements, together with the items described in clauses (a) through (f) in this paragraph are sometimes herein individually and collectively referred to as the "Patents"), and (vii) all products and proceeds including, without limitation, insurance proceeds, of any of the foregoing. See attached Exhibit "A" for additional collateral description.

EXHIBIT A

To the extent that Obligor acquires any trademarks, service marks, trade names and service names and/or the goodwill associated therewith, copyrights, patents and/or patent applications (collectively "Intellectual Property"), Obligor shall give prompt notice thereof to Bank and shall take any and all actions requested from time to time by Bank to perfect Obligor's interest in such Intellectual Property and to perfect Bank's first priority security interest therein. Without limiting the generality of the foregoing, the Obligor further agrees as follows: Upon Obligor creating, writing, producing or acquiring any software, computer source codes or other computer programs (collectively, the "Software"), Obligor shall promptly register such Software with the U.S. Copyright Office and to the extent Obligor's rights therein are acquired from any third party, Obligor shall promptly upon such acquisition file with the U.S. Copyright Office any and all documents necessary to perfect Obligor's rights therein. Upon Obligor creating, writing, producing or otherwise acquiring any Software, Obligor shall give prompt notice thereof to Bank. Obligor shall execute and deliver to Bank any and all copyright mortgages, UCC financing statements and other documents and instruments which Bank may request in connection with the Bank perfecting its first priority security interest in such Software.

✓ Initials Kme

**INTELLECTUAL PROPERTY COLLATERAL DESCRIPTION
MARCH 23, 1998 INTELLECTUAL PROPERTY SECURITY AGREEMENT**

a. All Copyrights of Borrower, now owned or hereafter acquired, including those Copyrights listed on Exhibit A hereto.

b. All Licenses of Borrower, now owned or hereafter acquired, including those Licenses listed on Exhibit A hereto.

c. All Patents of Borrower, now owned or hereafter acquired, including those Patents listed on Exhibit A hereto.

d. All Trademarks of Borrower, now owned or hereafter acquired, including those Trademarks listed on Exhibit A hereto.

e. All Trade Secrets of Borrower, now owned or hereafter acquired.

f. All files and records of Borrower or in which Borrower has any interest and supporting evidence and documents relating to the Intellectual Property Collateral, including computer programs, disks, tapes and related electronic data processing media, all rights of Borrower to retrieval from third parties of electronically processed and recorded information, and all payment records, correspondence, license agreements and the like, together with all Borrower's books of account, ledgers, cabinets and equipment in which the same are reflected or maintained, now owned or hereafter acquired.

g. All proceeds of the foregoing.

Exhibit A to Intellectual Property

PATENTS

U.S. PATENT APPLICATIONS OF ECO BUILDING SYSTEMS, INC.

1. U.S. Patent Application No.: 09/172,741
Date of Issue: October 14, 1998
Title: Structure and Formulation for Manufacture of Prefabricated Buildings
-

AFS INDUSTRIES, LLC
596 SANDPIPER WAY
CHULA VISTA, CALIFORNIA 91910

DATE: April 4, 2003

In Re: ECO BUILDING SYSTEMS, INC.)

DBA ECOCRETE, INC.)

Foreclosure Auction)

REPORT OF AUCTIONEER

I, Josh McCormack, declare as follows:

I am a licensed and bonded California Auctioneer and a principal of McCormack Auction Company, Inc.

On March 21st, 2003, at 10:30 am, McCormack Auction Company, Inc. conducted an on site auction of the above referenced company's assets located at 596 Sandpiper Way in Chula Vista, CA 91910. Prior to the auction were numerous allocations for viewing by both private appointments and an open house.

Advertising for the sale was published in the classifieds auction section of the San Diego Union Tribune on March 2nd, 9th & 16th as well as the Los Angeles Times on March 16th. In addition to the auction section a spotter was placed in the business opportunity section. A specialized mailing list of over 1000 portable building manufacturers in the nation was purchased and utilized in the mailing of over 5000 color brochures advertising this auction. Copies of the advertisements run in the San Diego Union Tribune, Los Angeles Times, and a sample of our color flyer and the receipt for the specialized mailing list are hereto attached as Exhibit "A".

A complete catalog of all items sold is attached as Exhibit "B". Exhibit "B-1" sets forth all intellectual property included in the sale.

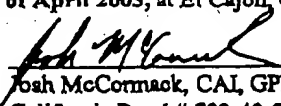
The auction was conducted by offering the assets in 11 large lots as well as in bulk. The individual lots were presented and bid on first with results being subject to confirmation. The sum of individual lots plus 10% was the established value to start the bulk bid process. AFS did credit bid in bulk causing individual lot bids to be void and confirmation of assets to be sold in bulk. The auction sales results are attached as Exhibit "C".

A true and accurate listing of registered bidders in attendance is attached hereto as Exhibit "D".

A Public announcement prior to auction is attached hereto as Exhibit "E".

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed this 4th day of April 2003, at El Cajon, California.


Josh McCormack, CAI, GPPA
California Bond # 723-40-08-02

ATTACHMENT "1"

AUCTION #110:30 AM Tues March 11th**S.D. COMM COLLEGE DISTRICT**
N.W. Corner of 14th & F St, Downtown San Diego

Including But Not Limited To:

(2) Millermatic 35 Welders, (2) Lincoln Idealarc Tig Welders, Cincinnati Horizontal Mill, (2) Glass Door Display Refers, Crystal Cube Ice Machine, Injection Mold Machine PHI 125 (Straight Knuckle Type), Apple G3 Macs, (20) Pallets of Computers, Copiers & Film Projectors, File Cabinets, Desks, Tables, Chairs, Library Shelving (sold from photo) and much more!

INSPECTION: Day of the Auction, from 8:30 AM until start of auction.**DEPOSIT:** A \$500 CASH & ONLY CASH Deposit required to bid.**FINAL PAYMENT:** Cash, Cashier's Check, Money Orders or VISA/MasterCard.

Note: 10% Buyer's Premium and 7.75% sales tax applies to all purchases.

AUCTION #210 AM Tues March 11th

*Please Note Date Change

BALTIMORE WEST LAUNDROMAT

5260 Baltimore Dr, La Mesa, CA 91942

Over 60 Machines & Entire Facility

INSPECTION: Day of the Auction, from 9:45 AM until start of auction.**AUCTION #3**10 AM Wed March 19th**GROSSMONT UNION H. S. DISTRICT**

2200 Murray Drive, El Cajon, CA

Lg. Amount of Scientific, (3) Welders, Pallets of Computers, Electronics & AV, Furniture, Piano, Nuclear Scales.

INSPECTION: Day of the Auction, from 8:30 AM until start of auction.**DEPOSIT:** A \$500 CASH & ONLY CASH Deposit required to bid. **FINAL PAYMENT:** Cash, Cashier's Check, Money Orders or VISA/MasterCard. Note: 10% Buyer's Premium & 7.75% sales tax applies both sales.**AUCTION #4**10 AM Fri March 21st**ECOCRETE INC.**

Foreclosure Auction.

*Secured Creditors reserve the right to credit bid.

596 Sandpiper Way, Chula Vista, CA 91910

Huge Facility, Business Opportunity!

Modular Portable Building Manufacturer

To be Sold in 10 Lots Including But Not Limited To:

Lot 1-Welding & Fabrication Equip: Over 40 Welders, Air Compressors, Saws, Shear, Torches, Brake, Band Saw, Pipe Threader, (2) Gas Generators, Pressure Washer, Small Tools.

Lot 2-Warehouse Equip: Electric Carts, Storage Containers, Dollies, Supply & Push Carts, Jacks, Ladders, Wheel Barrow, Scales.

Lot 3-Office Furnishings & Business Machines: Desks, Chairs, File Cabinets, Copiers, Computers, Phone System.

Lot 4-Rolling Stock: (8) Forklifts, Pick Up Trucks.

Lot 5- Office Trailers.

Lot 6-Concrete Batch Plant.

Lot 7-Overhead Boom Cranes.

Lot 8-Jigs and Work in Progress.

Lot 9-Copyrights, Patents, Trademarks and License Agreements.

Lot 10-Accounts Receivable.

INSPECTION: Thurs, March 20th from 9 AM to 3 PM or By Appointment Only.**DEPOSIT:** Large Deposit Due to Large Lots. \$10,000 Certified Funds required to bid!**FINAL PAYMENT:** Cash, Cashier's Check, Money Orders or VISA/MasterCard.

Note: 10% Buyer's Premium and 7.75% sales tax applies to all purchases.

AUCTION #510:30 AM Tues March 25th**LION'S PRIDE ENTERPRISES**1959 Palomar Oaks Way, 3rd Floor, Carlsbad, CA 92009

Over 30 Offices of Matching Quality, Hi-End Office Furnishings

INSPECTION: Day of the Auction, from 9 AM until start of auction.**DEPOSIT:** A \$500 CASH & ONLY CASH Deposit required to bid.**FINAL PAYMENT:** Cash, Cashier's Check, Money Orders or VISA/MasterCard.

Note: 10% Buyer's Premium and 7.75% sales tax applies to all purchases.

AUCTION #610:30 AM Thurs March 27th**BRIAN'S CLASSIC CARS**

9450 Camino Ruiz, San Diego, CA 92126

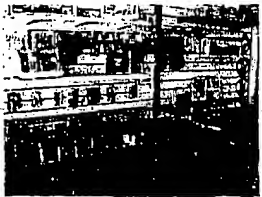
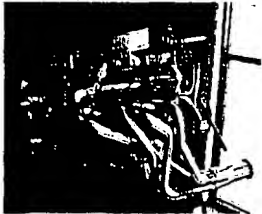
9 Classic Cars, Sm. Restaurant, Speed Parts Inventory, Memorabilia, Service Shop, Detail & Upholstery Center

Including But Not Limited To:

Décor: Traffic & Walk Signal, Marilyn Monroe Life Size Mannequin, (2) Panasonic T.V.'s, Plastic Elvis Life Size Mannequin, Gumball Gas Pump Machine, Display Cases Full of Vintage Toys, Spirograph, Barrel of Monkeys, Giant Pick Up Sticks.

AUCTION #5 CONTINUED
10:30 AM Thurs March 27th

BRIAN'S CLASSIC CARS



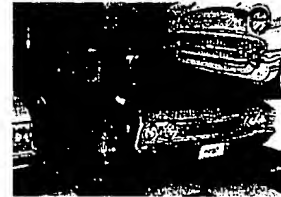
Restaurant: Imperial Grill, Imperial Charbroiler, 2 Basket Fryer, Model 1800 Broaster, Randel 36" Sandwich Table, Kelvinator 2 Door Dip Freezer, Dishes, Glasses, Trays, Pans, Inserts, (4) Wire Racks, Ice-omatic Ice Machine, Continental Refer, Freezer, Master Bilt Glass Display Door Refer, Hood System, Hamilton Beach Shake Machine, Bally Corvette Pin Ball Machine.

Vehicles: 1960 Chevy Step Side Pick Up, (2) 1967 Chevrolet El Camino's, 1968 Chevrolet Camaro, 1970 Chevrolet El Camino (Red), 1977 Chrysler Lebaron, 1987 Porsche 924, (2) Panda Trail Bikes, 1968 Camaro (In Restoration), Firebird (In Restoration), 99 Lincoln Tiffany Town Car Limo by Tiffany Coach Works.

Parts: (2) Floors of Respiration, Performance, Electrical and Set of (4) GM Rally Wheels, B&M Prostic Shifters, Hurst Floor Shifters, Edelbrock Manifolds and Carbs, Skateboards, Moto Cross Gear (Gloves, Helmets, Pants, Jerseys), Signs, Mirrors, Videos, Models.

Shop: (4) Lifts, (1) Rack, Napa Battery Charger, Benches, Vice, Drill Press, Underhoist Stands, Rolling Oil Drain, Winzer Small Parts Bins, Hose Center, 3 Ton Floor Jack, Trans Jack, Cherry Picker, (2) Engine Stands, Bulk Oil Dispenser, 20 Ton Press, Sanborn Upright 5 HP Air Compressor, (6) Nut and Bolt Bins, Torch Set, Genevac Pressure Washer, Sun VIP 2 Analyzer, Snap On Kool Kare- 134 AC Machine, Act 3120 AC Machine.

Misc: Sewing Machine and Upholstery, Steamer, Foams, Materials.



INSPECTION: Wed, March 26th from 9 AM to 3:30 PM.
DEPOSIT: A \$500 CASH & ONLY CASH Deposit required to bid.



FINAL PAYMENT: Cash, Cashier's Check, Money Orders or VISA/MasterCard.
Note: 10% Buyer's Premium and 7.75% sales tax applies to all purchases.

NO CHILDREN PLEASE!

Call our 24 hour brochure line (619) 447-9859 or visit our web site at www.mccormackauction.com

***NOTE: At All Auctions, All items are sold as is, where is, with no warranty or guarantee.**

Auctions conducted by McCormack Auction Co. Inc Bond #723-40-08-02



743 EL Cajon Blvd.
El Cajon, CA 92020

www.mccormackauction.com
RETURN SERVICE REQUESTED

Cash, Cashier's Chk, Money
Orders, VISA & Card.

Bond # 723-25-00-02
 (619) 447-1196



10:30 AM

Auction Calendar AUCTION #1

10:30 AM Tues March 11th
S.D. COMMUNITY
COLLEGE DISTRICT
Corner of 14th & F St,
Downtown San Diego

Incl But Not Limited To:
(2) Millermatic 35 Welders,
(2) Lincoln Idealarc Tig
Welders, Cincinnati Horizontal
Mill, (2) Glass Door Dis-
play Refers, Crystal Cube
Ice Machine, Injection Mold
Machine PHI 125 (Straight
Knuckle Type), Apple G3
Macs, (20) Pallets of Com-
puters, Copiers & Film Pro-
jectors, File Cabinets, Desks,
Tables, Chairs, Library
Shelving (sold from photo)
and much more!

INSPECTION:

Day of the Auction, from 8:30
AM until start of auction.

DEPOSIT:

A \$500 CASH & ONLY CASH
Deposit required to bid.

FINAL PAYMENT:

Cash, Cashier's Chk, Money
Orders, VISA/M Card.

AUCTION #2

10:00 AM Tues March 11th
Please Note Date Change
BALITMORE WEST

LAUNDROMAT
5260 Baltimore Dr.
La Mesa, CA, 91942
Over 60 Machines
& Entire Facility

INSPECTION:

Day of the Auction, from 9:45
AM until start of auction.

DEPOSIT:

A \$500 CASH & ONLY CASH
Deposit required to bid.

FINAL PAYMENT:

Cash, Cashier's Chk, Money
Orders, VISA/M Card.

AUCTION #3

10 AM Fri March 21st.
ECOCRETE INC

Foreclosure Auction
Secured Creditors reserve
the right to credit bid.

596 Sandpiper Way,
Chula Vista, CA 91910

Huge Facility,
Business Opportunity!
Modular Portable Building
Manufacturer

To be Sold in Large Lots In-
cluding But Not Limited To:

Lot 1- Weld & Fabrication
Over 40 Welders, Air Com-
pressors, Saws, Shear,
Torches, Brake, Band Saw,
Pipe Threader, (2) Gas Gen-
erators, Pressure Washer,
Small Tools.

Lot 2- Warehouse Equip-
ment

10:30 AM 29144262619

10:30 AM March 21st.

ECOCRETE INC

Foreclosure Auction
Secured Creditors reserve
the right to credit bid.

596 Sandpiper Way,
Chula Vista, CA 91910

Huge Facility,
Business Opportunity!
Modular Portable Building
Manufacturer

To be Sold in Large Lots In-
cluding But Not Limited To:

Lot 1- Weld & Fabrication
Over 40 Welders, Air Com-
pressors, Saws, Shear,
Torches, Brake, Band Saw,
Pipe Threader, (2) Gas Gen-
erators, Pressure Washer,
Small Tools.

Lot 2- Warehouse Equip-
ment: Electric Carts, Storage con-
tainers, Dollies, supply &
Push Carts, Jacks, Ladders,
Wheel Barrow, Scales.

Lot 3- Office Furnishings
& Business Machines:
Desks, Chrs, File Cabs, Copi-
ers, Computers, Ph Sys.

Lot 4- Rolling Stock:

(8) Forklifts, Pick Up
Trucks.

Lot 5- Office Trlrs.
Lot 6- Concrete Batch Plant.
Lot 7- O'head Boom Cranes
Lot 8- Jigs & Work In Prog.
Lot 9- Copyrights, Patents,
Trademarks and License
Agreements.

Lot 10- Accounts Receivable.

INSPECTION:

Thurs, March 20th, 9 AM-3
PM or By appt. only

DEPOSIT:

Large Deposit Due to Large
Lots. \$10,000 Certified Funds
required to bid!

FINAL PAYMENT:

Cash, Cashier's Chk, Money
Orders or VISA/M Card.

AUCTION #4

10:30 AM Tues March 25th
LION'S PRIDE

ENTERPRISES
Quality, Hi-End Office
Furnishings

AUCTION #5

10:30 AM Thurs March 27th
BRIAN'S CLASSIC CARS

1 Classic Cars, Sm Restau-
rant, Speed Parts Inventory,
Memorabilia, Service Shop,
Detail & Upholstery Center

Note: 10% Buyer's Premium
and 7.75% sales tax applies
at all auctions.

NO CHILDREN PLEASE!

Call our 24 hour brochure
line 619-447-9859 or

10:30 AM 29144262619

AUCTION #5

10:30 AM Thurs March 27
BRIAN'S CLASSIC CAR
9 Classic Cars, Sm Restau-
rant, Speed Parts Inventory,
Memorabilia, Service Sh-
op, Detail & Upholstery Center

Note: 10% Buyer's Premium
and 7.75% sales tax appli
at all auctions.

NO CHILDREN PLEASE

Call our 24 hour brochure
line 619-447-9859 or
visit our web site at
www.mccormackauction.com
Auctions conducted by:



Bond # 723-40-08-02
(619) 447-1196

Sum
139 3/9
lines

Cherri
Union
Trib

10:30 AM 29144262619

ECOCRETE Building
Systems to be Auctioned. See
Class 2000 McCORMACK.

Pledge

*Kathy
class 6500
Sun 3 lines*

*Union
Tribune*

3/16

CLASS 2000
UT.
3/16/03

CLASS 2000
UT.
3/16/03

Public Auction Calendar

ECOCRETE INC.

10 AM Fri March 21st

Foreclosure Auction

*Secured Creditors reserve the right to credit bid.

595 Sandpiper Way, Chula Vista, CA 91910

Huge Facility, Business Opportunity!

Modular Portable Building Manufacturer

To be Sold in 10 Lots including But Not Limited To:

Lot 1-Welding & Fabrication Equip: Over 40 Welders, Air Compressors, Saws, Shear, Torches, Brake, Band Saw, Pipe Threader, (2) Gas Generators, Pressure Washer, Small Tools. Lot 2-Warehouse Equip: Elec. Cans, Storage Containers, Dollies, Supply & Push Carts, Jacks, Ladders, Wheel Barrow, Scales. Lot 3-Office Furnishings & Business Machines: Desks, Chairs, File Cabinets, Copiers, Computers, Phone Sys. Lot 4-Rolling Stock: (8) Forklifts, Pick Up Trucks. Lot 5-Office Trailers. Lot 6-Concrete Batch Plant. Lot 7-Overhead Boom Cranes. Lot 8-Jigs & Work in Progress. Lot 9-Copyrights, Patents, Trademarks & License Agreements. Lot 10-Accounts Receivable.

INSPECTION: Thurs, March 20th from 9am to 3 pm or By Appointment Only.

DEPOSIT: Large Deposit Due to Large Lots. \$10,000 Certified Funds Required to Bid!

LION'S PRIDE ENTERPRISES

10:30 AM Tues March 25th

1959 Palomar Oaks Way, 3rd Floor, Carlsbad, CA

Over 30 Offices of Matching Quality, Hi-End Office Furnishings

BRIAN'S CLASSIC CARS

10:30 AM Thurs March 27th

9450 Camino Ruiz, San Diego, CA

9 Classic Cars, Sm Restaurant, Speed Parts

Inventory, Memorabilia, Service

Shop, Detail & Upholstery Center

Including But Not Limited To: Décor: Vintage 60's & 70's. Restaurant: All New Equipment, Complete Kitchen.

Vehicles: 60 Chev Step Side Pick Up, (2) 67 Chev El Camino's, 68 Chev Camaro, 70 Chev El Camino (Red), 77 Chrysler LeBaron, 87 Porsche 924, (2) Panda Trail Bikes, 68 Camaro (In Restoration), Firebird (In Restoration), 99 Lincoln Tiffany Town Car Limo by Tiffany Coach Works. Parts: 800 Sq. Ft. Full of Performance Parts. Shop: 5 Lifts, Air Compressors Complete Shop.

INSPECTION: Wed, March 26th from 9 AM to 3:30 PM.

DEPOSIT: A \$500 CASH & ONLY CASH Deposit Required to Bid.



Call our 24 hour brochure line

(619) 447-9859

Visit Us at www.mccormackauction.com

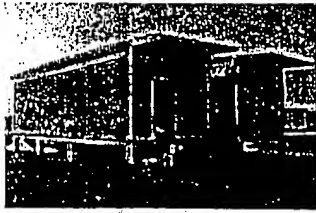
CA Bond # 723-40-08-02

1x4
03/16/07

Los Angeles Times 100¢

ECOCRETE INC.

Foreclosure Auction



10 AM Friday March 21st
596 Sandpiper Way, Chula Vista, CA 91910

Terms & Conditions

- ♦ **Bidder Deposit:** Large Deposit Due to Large Lots: \$10,000 Certified Funds required to bid!
- ♦ **Final Payment:** Balance is due and MUST be paid in full at close of auction and may be Cash, Cashiers Checks, MasterCard or Visa.
- ♦ Sales Tax in the amount of 7.75% applies to all purchases.
- ♦ **Buyer's Premium:** There will be a 10% Buyer's Premium added to ALL purchases at this Auction.
- ♦ **Warranty/Guarantee:**
All merchandise is sold on an "AS IS, WHERE IS" basis, without warranty or guarantee as to condition, fitness to use, or merchantability stated, implied or otherwise.

*Exhibit "B" starts here.
Exhibit "B-1" starts
at page 14.*

Auction Schedule

10:30 AM Tues March 25th

LION'S PRIDE ENTERPRISES

1959 Palomar Oaks Way, 3rd Floor, Carlsbad, CA 92009

Over 30 Offices of Matching Quality, Hi-End Office Furnishings

10:30 AM Thurs March 27th

BRIAN'S CLASSIC CARS

9450 Camino Ruiz, San Diego, CA 92126

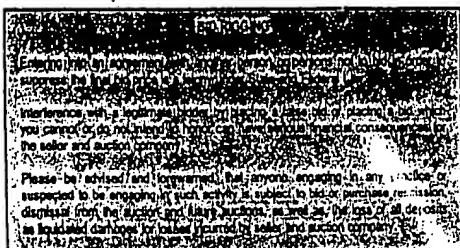
9 Classic Cars, Sm. Restaurant, Speed Parts Inventory, Memorabilia, Service Shop, Detail & Upholstery Center

10:00 AM Wednesday, April 2nd

US CUSTOMS Drug Bust, Bankruptcy Court & Select Consignments

VEHICLE AUCTION

850-D Energy Way, Chula Vista, CA 91911



Auction Conducted By:



Visit us at www.mccormackauction.com or Call (619) 447-9859

Welding Fabrication Equipment

Auction Lots	Equipment	Qty	U.O.M.	Manu.	Size/Model
1	Air Compressor portable w/ gas engine	1	Es.		8.2 CFM
1	Air Compressor Refrigerated Air Dryer	1	Es.	Van Air	R-200A
1	Air Compressor Storage Tank	1	Es.	Carlson Beauloye	75 Gal.
1	Air Compressor System (plant operation)	1	Es.	Unknown	Tank w/ Compressor
1	Air Compressor System (plant operation)	1	Es.	Carlson Beauloye	Tank w/ Compressor
1	Bandsaw (automated)	1	Es.	KMT	480 volt
1	Brake, sheetmetal, hand operated	1	Es.		24"
1	Compressor, air, elec.	1	Es.	DeVilbiss	Pro 4000
1	Compressor, air, elec.	1	Es.	Unknown	
1	Drill Press, floor stand	1	Es.	Delta	14-070
1	Generator, gas	1	Es.	Generac	8000 watt
1	Generator, gas	1	Es.	Multiquip	8000 watt
1	Mixers, Slucos (concrete) electric	2	Es.		
1	Paint Sprayers, airless	1	Es.		
1	Paint Sprayers, LVHP	1	Es.	Dunn-Edwards	
1	Paint Sprayers, Pump pot	1	Es.		10 gal
1	Panel Saws w/ vertical cut rack	2	Es.	SSC	
1	Pressure Sprayer, electric - Offsite	1	Es.		
1	Pump, hydraulic for modular jacks - Offsite	1	Es.		
1	Roof Panel Machine, metal roofing	1	Es.	Knudson	K-Former
1	Saw, chop, metal	2	Es.	Makita	2414 NB
1	Saw, chop, metal	3	Es.	Dewalt	DW871 14"
1	Saw, chop, wood	1	Es.	Makita	LS1030 10"
1	Saw, table, wood	1	Es.	Jet	10"
1	Shear, metal for C-studs w/ hyd. Pump	1	Es.	Lynair	LH 3XC02
1	Threader, pipe	1	Es.		1/2" to 2"
1	Tools, small electrical (portable) & hand tools	1	Lot		
1	Torch, cutting w/cut	4	Es.		
1	Washer, pressure, gas	1	Es.		
1	Welding Machines (Arc type)	1	Es.	Lincoln	Idealarc 250
1	Welding Machines (Arc type) gas, portable - Offsite	1	Es.	Lincoln	
1	Welding Machines (Mig type)	1	Es.	Lincoln	DC 655
1	Welding Machines (Mig type)	1	Es.	ESAB	Migmaster 250
1	Welding Machines (Mig type)	1	Es.	Miller	Milleratic 35
1	Welding Machines (Mig type)	3	Es.	Miller	Milleratic 185
1	Welding Machines (Mig type)	3	Es.	Miller	Milleratic 200
1	Welding Machines (Mig type)	6	Es.	Miller	Milleratic 251
1	Welding Machines (Mig type)	23	Es.	Miller	Milleratic Vintage

Warehouse Equipment

Auction Lots	Equipment	Qty	U.O.M.	Manu.	Size/Model
2	Carts, elect. cabling turntable	2	Ea.		
2	Carts, material handling, fiberglass deck	2	Ea.		2' x 4'
2	Carts, material handling, steel deck	3	Ea.		2' x 4'
2	Cribs, wooden - Offsite	150	Ea.		
2	Dollies, hand carts, metal	4	Ea.		
2	Ecocrete Drying Oven	1	Ea.	SDL - Oven	GP1S120SSF250HYD
2	Ecocrete Ext. Wall Moving Racks	3	Ea.	Ecocrete	10' long
2	Ecocrete Ext. Wall Moving Racks	9	Ea.	Ecocrete	15' long
2	Ecocrete screed/vibrator bar	2	Ea.	Ecocrete	12'
2	Ecocrete Test Machine	1	Ea.	SDL - Test	Testometric AX
2	Fence, chainlink panels	2	Ea.		12' x 8' high
2	Fence, chainlink panels	8	Ea.		24' x 8' high
2	Fence, chainlink panels, gates	2	Ea.		20' x 8' high
2	Foundation support frames - Offsite	200	Ea.		
2	Jacks, modular, hand crank	4	Ea.		
2	Jacks, modular, hydraulic	1	Ea.		
2	Jacks, modular, hydraulic	5	Ea.		36" lift
2	Jacks, modular, hydraulic - Offsite	3	Ea.		36" lift
2	Ladders, fiberglass, extension	2	Ea.		short 18'
2	Ladders, fiberglass, extension	4	Ea.		tall 24'
2	Ladders, fiberglass, step	2	Ea.		4'
2	Ladders, fiberglass, step	9	Ea.		12'
2	Ladders, fiberglass, step	11	Ea.		5'
2	Ladders, fiberglass, step	13	Ea.		10'
2	Ladders, fiberglass, step	18	Ea.		6'
2	Lifting bars, exterior walls (12' with 3 mounting/lifting ey	80	Ea.	Ecocrete	
2	Lifting bars, exterior walls (20' with 4 mounting/lifting ey	80	Ea.	Ecocrete	
2	Lighting system (factory high-bay) HID w/ quick connect	114	Ea.	Uihonla	300 watt
2	Lift Basket, for forklift	1	Ea.		1 person
2	Materials carts, rail mounted	28	Ea.	Ecocrete	
2	Modular building steel ramps and landings - Offsite	20	sets		
2	Modular building support tripod screw jacks - Offsite	35	Ea.		
2	Modular staging cribs (wood)	200	Ea.	Ecocrete	18" x 18" x 18"
2	Module lift system (hydraulic lift power units)	3	Ea.		
2	Module lift system (hydraulic lift rams)	3	Ea.		36 inch lift
2	Module lift system (hydraulic lift rams)	18	Ea.		12 inch lift
2	Pallet Jacks, hydraulic	3	Ea.		
2	Pallet Lifts for cranes	2	Ea.	Cady	#4000
2	Pallet Racks modular style	20	Ea.	Commercial	4' x 10' x 10' high
2	Pallet Racks, fixed 3 tier dual side	2	Ea.	Ecocrete	
2	Pallet Racks, fixed 4 tier	5	Ea.	Ecocrete	
2	Pallet Racks, fixed 4 tier, rolls of roofing	1	Ea.	Ecocrete	
2	Propane Storage System w/ elect. Pump (Proflame Co.	1	Ea.	American Welding & T	480 gal.
2	Racks, insulation bulk storage	3	Ea.	Ecocrete	4' x 8'
2	Racks, storage, vert. mt. window	17	Ea.		
2	Rollers, modular, track	300	Ea.	Hillman	
2	Tables, roller	3	Ea.		18" x 10'
2	Tables, welding metal w/wheels, flat surface	10	Ea.	Ecocrete	4' x 8'
2	Tables, welding metal w/wheels, open surface	3	Ea.	Ecocrete	4' x 8'
2	Tamper, gas, one man style - Offsite	1	Ea.		
2	Tool Storage Boxes (metal) 3' x 8' x 5'	8	Ea.		
2	Trailer, flat, growers	1	Ea.	Ecocrete	4' x 8'
2	Trailers, ecocrete wall carrier	2	Ea.	Ecocrete	15 feet
2	Trailers, module carriers	2	Ea.	Ecocrete	48 feet
2	Trash Bins, tip dump for forklifts	5	Ea.		
2	Vibrator, motor unit for concrete - Offsite	1	Ea.		
2	Weigh Scale (4' X 4' table)	1	Ea.	GSE 550	550 lbs.
2	Wheelbarrow	7	Ea.		

Office Furniture Business Machines

Auction Equipment	Qty	U.O.M.	Manu.	Size/Model	
Lots					
3 Booth, demonstration (Ecocrete)	1	Ea.			
3 Cabinet, storage - Upright 2 dr.	1	Ea.			
3 Cabinet, storage - Upright 2 dr.	1	Ea.			
3 Cabinet, storage - Upright 2 dr.	1	Ea.			
3 Cabinet, storage - Upright 2 dr.	1	Ea.			
3 Communication - 2 way radios	1	Ea.	Motorola		
3 Communication - 2 way radios	1	Ea.	Motorola		
3 Communication - 2 way radios	3	Ea.	Motorola		
3 Communication - 2 way radios	4	Ea.	Motorola		
3 Communications, pager system	1	Ea.	Lucent	PagePac 20	
3 Communications, telephone system	2	Ea.	Lucent	Partner II	
3 Computer, Server (Computer Rm.)	1	Ea.	Hewlett Packard	Netserver LC 2000	
3 Conference Table	1	Ea.		4' x 8'	
3 Copier	1	Ea.	Xerox		5818
3 Copier	1	Ea.	Xerox		5837
3 Copier	1	Ea.	Xerox		Document Centre ColorSeries 50
3 Copier	1	Ea.	Hewlett Packard	LaserJet 551 Mopier	
3 Copier	1	Ea.	Canon	NP6018	
3 Copier	1	Ea.	Canon	PC 921	
3 Copier	1	Ea.	Xerox		5818
3 Copier	1	Ea.	Xerox		5818
3 CPU - Tower	1	Ea.			
3 CPU - Tower	1	Ea.			
3 CPU - Tower	2	Ea.			
3 CPU - Tower	3	Ea.			
3 CPU - Tower	4	Ea.			
3 CPU - Tower	5	Ea.			
3 CPU - Tower	8	Ea.			
3 CPU - Tower	14	Ea.			
3 Ecocrete display wall unit	1	Ea.			
3 Engineering Plotter (Engineering Print Rm.)	1	Ea.	Xerox		8830
3 Engineering Scanner (Engineering Print Rm.)	1	Ea.	Xerox	883000S	8830
3 Fax	1	Ea.	Hewlett Packard	FAX 1020	
3 Fax	1	Ea.	Hewlett Packard	Fax 1220	
3 Fax	1	Ea.	Hewlett Packard	FAX 700	
3 Fax	1	Ea.	Hewlett Packard	FAX 920	
3 Fax	1	Ea.	Brother	Intellifax 1270	
3 Fax	1	Ea.	Brother	Intellifax 2800	
3 Fax	1	Ea.	Panasonic	KX-FP 121	
3 Fax	1	Ea.	Brothers	MFC 4350	
3 File Cabinet - 2 drawer Legal	1	Ea.			
3 File Cabinet - 2 drawer Legal	1	Ea.			
3 File Cabinet - 2 drawer Legal	2	Ea.			
3 File Cabinet - 2 drawer Legal	2	Ea.			
3 File Cabinet - 2 drawer Letter	1	Ea.			
3 File Cabinet - 2 drawer Letter	1	Ea.			
3 File Cabinet - 2 drawer Letter	2	Ea.			
3 File Cabinet - 2 drawer Letter	3	Ea.			
3 File Cabinet - 2 drawer Letter	5	Ea.			
3 File Cabinet - 2 drawer vertical	1	Ea.			
3 File Cabinet - 2 drawer vertical	2	Ea.			
3 File Cabinet - 4 drawer Legal	1	Ea.			
3 File Cabinet - 4 drawer Legal	1	Ea.			
3 File Cabinet - 4 drawer Legal	1	Ea.			
3 File Cabinet - 4 drawer Legal	2	Ea.			
3 File Cabinet - 4 drawer Legal	5	Ea.			
3 File Cabinet - 4 drawer Legal	9	Ea.			
3 File Cabinet - 4 drawer Letter	1	Ea.			
3 File Cabinet - 4 drawer Letter	1	Ea.			
3 File Cabinet - 4 drawer Letter	1	Ea.			
3 File Cabinet - 4 drawer Letter	2	Ea.			
3 File Cabinet - 4 drawer Letter	4	Ea.			
3 File Cabinet - 4 drawer vertical 24 x 36 prints	1	Ea.			
3 Keyboard	1	Ea.			
3 Keyboard	1	Ea.			
3 Keyboard	1	Ea.			
3 Keyboard	2	Ea.			
3 Keyboard	2	Ea.			
3 Keyboard	3	Ea.			
3 Keyboard	5	Ea.			
3 Keyboard	8	Ea.			
3 Keyboard	12	Ea.			
3 Label Machine	1	Ea.	P-Touch	PT 2400	

Office Furniture Business Machines

3	Microwave	1 Ea.			
3	Microwave	1 Ea.			
3	Microwave	1 Ea.			
3	Modem, DSL	1 Ea.	Cayman	DSL	
3	Modem, Firewall	1 Ea.	SonicWall	SOHO 3	
3	Modem, Network	1 Ea.	NetGear		24
3	Monitor	1 Ea.			
3	Monitor	1 Ea.			
3	Monitor	1 Ea.			
3	Monitor	2 Ea.			
3	Monitor	2 Ea.			
3	Monitor	4 Ea.			
3	Monitor	4 Ea.			
3	Monitor	5 Ea.			
3	Monitor	9 Ea.			
3	Monitor	11 Ea.			
3	Mouse	1 Ea.			
3	Mouse	1 Ea.			
3	Mouse	1 Ea.			
3	Mouse	2 Ea.			
3	Mouse	3 Ea.			
3	Mouse	4 Ea.			
3	Mouse	8 Ea.			
3	Mouse	11 Ea.			
3	Office equipment (calculators, misc. small equipment)	1 lot			
3	Office Furniture (desks, chairs, etc.)	1 lot			
3	Postage Machine	1 Ea.	Pitney Bowes	Postage by Phone	
3	Printer	1 Ea.	Hewlett Packard	DeskJet 1120C	
3	Printer	1 Ea.	Hewlett Packard	DeskJet 695C	
3	Printer	1 Ea.	Hewlett Packard	DeskJet 642C	
3	Printer	1 Ea.	Brothers	HL 630	
3	Printer	1 Ea.	Hewlett Packard	LaserJet 2100	
3	Printer	1 Ea.	Hewlett Packard	LaserJet 2100TN	
3	Printer	1 Ea.	Hewlett Packard	LaserJet 4	
3	Printer	1 Ea.	Hewlett Packard	LaserJet 5P	
3	Printer	1 Ea.	Hewlett Packard	LaserJet 6P	
3	Printer	1 Ea.	Hewlett Packard	OfficeJet 500	
3	Printer	1 Ea.	Epson	Stylus 640	
3	Printer	1 Ea.	Epson	Stylus C40UX	
3	Printer	1 Ea.	Lexmark	Z22	
3	Printer	1 Ea.	Lexmark	Z42	
3	Printer	1 Ea.	Hewlett Packard	LaserJet 2100TN	
3	Printer	1 Ea.	Hewlett Packard	LaserJet 2100TN	
3	Printer	1 Ea.	Hewlett Packard	LaserJet 6P	
3	Printer	1 Ea.	Lexmark	Z22	
3	Projector, overhead	1 Ea.	Apollo	Horizon 2	
3	Refrigerator	1 Ea.			
3	Refrigerator	1 Ea.			
3	Refrigerator	1 Ea.			
3	Refrigerator	1 Ea.			
3	Refrigerator	1 Ea.			
3	Scanner, Flatbed	1 Ea.	Visioneer	One Touch 7600	
3	Scanner, Flatbed	1 Ea.	Hewlett Packard	ScanJet S370C	
3	Shredder	1 Ea.			
3	Shredder	1 Ea.			
3	Shredder	1 Ea.			
3	Shredder	1 Ea.			
3	Telephone	1 Ea.	Lucent	Partner 180	
3	Telephone	1 Ea.	Lucent	Partner 180	
3	Telephone	1 Ea.	Lucent	Partner 180	
3	Telephone	1 Ea.	Lucent	Partner 180	
3	Telephone	1 Ea.	Lucent	Partner 180	
3	Telephone	4 Ea.	Lucent	Partner 180	
3	Telephone	4 Ea.	Lucent	Partner 180	
3	Telephone	5 Ea.	Lucent	Partner 180	
3	Telephone	5 Ea.	Lucent	Partner 180	
3	Telephone	7 Ea.	Lucent	Partner 180	
3	Telephone	9 Ea.	Lucent	Partner 180	
3	Television	1 Ea.	Samsung	TV/VCR	
3	Television/VCR	1 Ea.			
3	Time Clocks & Labor tracking system	2 Ea.	Jantek		
3	Typewriter	1 Ea.	Brothers	SX4000	
3	Typewriter	1 Ea.	Brother	SX 4000	

Office Furniture Business Machines

3	U.P.S., power supply, backup	3 Ea.	APC	UPS 650	
3	Water Cooler	1 Ea.			
3	Water Cooler	1 Ea.			
3	Water Cooler	1 Ea.			
3	Water Cooler	1 Ea.			
3	Water Cooler	1 Ea.			
3	Water Cooler	1 Ea.			
3	Water Cooler	1 Ea.			

Rolling Stock

Auction	Equipment	Qty	U.O.M.	Manu.	Size/Model
Lots					
4	Cart, electric, "Carrysil" G-18	1	Ea.	Yamaha	
4	Cart, electric, "Club Car"	1	Ea.	Ingersoll-Rand	
4	Cart, electric, "Club Car" Tourall yr. 1999	1	Ea.	Ingersoll-Rand	SN #T9948-823886
4	Forklifts	1	Ea.	White	
4	Forklifts	1	Ea.	Toyota	4000 lb.
4	Forklifts (propane)	1	Ea.	Champ	6000 lb.
4	Forklifts (propane)	1	Ea.	Nissan	
4	Forklifts (propane)	1	Ea.	Toyota	4000 lb.
4	Forklifts (propane)	2	Ea.	Nissan	
4	Trailer (Cargo Storage - Semi-Trailer)(VIN: 1UVS2450C	1	Ea.	Utility	40' - offsite
4	Trailer (Bal bed) (VIN SP9CC8232NP516478)	1	Ea.	Econcrete (1EA3056)	24'
4	Trailer, Intermediate	1	Ea.	Econcrete	28' feet
4	Truck, (92 Dodge Pickup) (VIN 1B7KE26CXNS43732	1	Ea.	Dodge (5C39940)	3/4 ton
4	Truck (97 Ford Stake Bed) (VIN 3FTHF29H2VMAA4072	1	Ea.	Ford (5N42197)	1/2 ton 10' flatbed
4	Truck (97 Ford Utility Bed) (VIN 1FTEF17WXXVNC287	1	Ea.	Ford (5N42196)	3/4 ton utilitybed

Auction	Equipment	Qty	U.O.M.	Manu.	Size/Model
Lot 5	Office Building, Modular (12' x 40') (shipping office)	1	Ea.	Ecocrete	
5	Office Building, Modular (24' x 40')	3	Ea.	Ecocrete	Modular Home
5	Office, Trailer, (12' x 56')	1	Ea.	Rosewood Enterprise	R5178-1256
5	Office, Trailer, (12' x 56')	1	Ea.	Rosewood Enterprise	R5236-1256
5	Office, Trailer, (12' x 56')	1	Ea.	Rosewood Enterprise	R6019-1256
5	Office, Trailer, (12' x 60')	1	Ea.	Standard Pacific Ind.	S-14884
5	Office, Trailer, (8' x 20'+)	1	Ea.	Unknown	8' x 20'
5	Office, Trailer, (8' x 20'+) (VIN 109822014EF017188)	1	Ea.	Lic. #1855474	8' x 20'

Concrete Batch Plant

Auction	Equipment	Qty	U.O.M.	Manu.	Size/Model
Lots					
8	Ecocrete Auger supply system w/superbag storage	2	Ea.	Taylor Products	DW-1000
8	Ecocrete Mixing Batch Plant	1	Ea.	Power-Spray	400 lb. Cap.

[illegible]

Jigs

Auction	Equipment	Qty	U.O.M.	Manu.	Size/Model
Lots					
8	Jigs, Floor Assembly	4	Ea.	Ecocrete	
8	Jigs, Roof Assembly	4	Ea.	Ecocrete	

Work In Process				
Building Identification & Floor Number	Size	Use	UOM	Completion Status
H2-1105	12x40	Rest Room	1	80%
H4-1108	12x40	Rest Room	1	70%
M2-1106	12x40	Rest Room	1	50%
M3-1107	12x40	Rest Room	1	50%
L1-1109	12x40	Rest Room	1	45%
D1-1195	12x40	Classroom	1	95%
D1-1196	12x40	Classroom	1	80%
D1-1197	12x40	Classroom	1	75%
D1-1198	12x40	Classroom	1	70%
D1-1199	12x40	Classroom	1	65%
D1-1200	12x40	Classroom	1	50%
B1-1161	12x40	MP-Electronics	1	50%
B1-1162	12x40	Multi-Purpose	1	floor frame welded
B1-1163	12x40	Multi-Purpose	1	floor frame welded
B1-1164	12x40	Multi-Purpose	1	floor frame welded
B1-1165	12x40	Multi-Purpose	1	floor frame welded
B1-1166	12x40	Multi-Purpose	1	floor frame welded
B1-1167	12x40	Multi-Purpose	1	floor frame partial welded
1279	12x40	Office space	1	floor welded, walls cast
1280	12x40	Office space	1	floor welded, walls cast
1281	12x40	Office space	1	floor welded, walls cast
1282	12x40	Office space	1	floor welded, walls cast
1283	12x40	Office space	1	floor welded and cast, walls standing
1284	12x40	Office space	1	floor welded and cast, walls standing
1285	12x40	Office space	1	floor welded and cast, walls standing
1355	12x40	Rest Room	1	70%
unassigned	12x40	Roof Frames-welded frame	7	100%
unassigned	12x40	Floor Frames-welded frame	5	70%
unassigned	12x40	Floor Frames-welded frame	1	20%
unassigned	12'	Exterior walls w/ concrete	72	100%
unassigned	20'	Exterior walls w/ concrete	13	100%
unassigned	12'	Exterior walls framed	25	100%
unassigned	20'	Exterior walls framed	11	100%
unassigned	20'	Interior walls framed	6	100%
unassigned	varies	framed window and door subassy's	14	100%
unassigned	12'	AC walls (cement)	11	100%
unassigned	12'	ac - walls small	16	100%
unassigned	20'	big blank walls	20	100%
unassigned	12'	AC small wall	1	100%
unassigned	12'	small windows cement	15	100%
unassigned	12'	small windows	5	100%
unassigned	12'	big doors	1	100%
unassigned	12'	small doors	38	100%
unassigned	12'	small window (cement)	15	100%
unassigned	12'	blank small door	7	100%
unassigned	12'	blank small walls	38	100%
unassigned	12'	small wall blank (cement)	1	100%
unassigned	12'	big doors	1	100%
unassigned	20'	big wall (cement)	6	100%
unassigned	12'	small door (cement)	12	100%
unassigned	20'	big wall (cement)	3	100%
unassigned	12'	blank big walls	9	100%
unassigned	12'	small window	1	100%
unassigned	12'	AC small	11	100%

LICENSES AGREEMENT SUMMARY:

Licensor: Eco Building Systems; Licensee: Euro Transform S.A.; Date: October 27, 1998; Term: 15 Years; Territory: Greece; Fee: 4% of gross revenues from Gross Eco product sales as a royalty payment.

Abstract

Status: Eco has assisted in setting up their plant and the licensee is currently fulfilling a housing contract for 50 homes as well as selling individual housing retail. They are one of four contractors selected to provide facilities for the Olympics. The relationship is good although no payments of royalties have been received. The licensee has paid \$250,000 over the last two years for the license that is not applicable to royalty payments. The royalty payments are expected to be paid on this agreement.

PATENTS:

U.S. Patent # 5,524,412 dated June 11, 1996 for: "Method and Composition for Constructing Modular Buildings"

Abstract

A method of constructing modular wall and floor units, and modular manufactured buildings from such units, is disclosed. The use of a metal-compatible cementitious building material and a unique technique for panel formation allows for the simple and simultaneous formation of wall or floor panels and integration of those panels with the reinforcing and supporting frames to form "half sections" of modular building walls and floors. These half sections can then be readily provided with in-wall and through-wall services at the factory in a manner which permits the workers to have clear access to the appropriate sections of the building for easy installation of such services. Upon completion of the installation of services, the corresponding half sections can be joined to form fully integrated and framed units and buildings including walls, floors or ceilings with a minimum of effort. The invention has several interrelated aspects: the method of construction the wall and floor members, the methods of construction the modular building from those members, and a particular type of cementitious material which is uniquely suited for these construction methods.

U.S. Patent # 6,073,410 dated June 13, 2000 for: "Structure and Formulation for Manufactured of Prefabricated Buildings"

Abstract

The present invention resides in a wall unit and formulation and is particularly advantageous for the manufacture of prefabricated buildings. The wall unit uses a uniquely formulated exterior wall panel that is bonded to a frame of tri-chord steel beams. The unique cementitious composition of the wall unit allows it to be fire and insect resistant and generally impervious to moisture.

Continuation in Part

Application serial number 09/592001 filed 06/12/00 as a CIP of application serial number 09/172741 which is now U.S. Patent 6,073,410.

Continuation in Part amendment ... a plurality of bonding patches that bond the panel to the frame by attaching to the frame and to one or more of the first opposed sides of the support members; the support members having spaced-apart bonding patches along the length of the support member, wherein the plurality of bonding patches are prepared from a cured/hardened moldable cementitious building material.

U.S. Patent Pending, Application No. 09/993374, dated August 22, 2001 for: "Fiber-Reinforced Sandwich Panel"

Description of the Prior Art

Concrete is a preferred building material for construction of structures in certain markets. Load-bearing concrete walls are generally thick, heavy, and difficult to transport. Also, an uninsulated concrete wall generally has a poor insulation value and increasing the insulation value using concrete may not be economically viable in certain markets. Accordingly, there exists a need for a lightweight and relatively low-cost prefabricated structure for competing in markets preferring concrete structures. The present invention satisfies these needs.

Abstract

The present invention may be embodied in a sandwich panel having first and second face panels each having a first predetermined thickness and being formed of a fiber-reinforced cementitious material. The sandwich panel further includes support frame for supporting the first and second face panels in a spaced apart configuration. The support frame is formed of a fiber-reinforced cementitious material that is continuous with the cementitious material of the first and second face panels. An insulation material is embedded in the sandwich panel for defining a structure of the support frame.

TRADEMARKS:

ECOCRETE (Reg. No. 1,927,538)

G & S: relocatable modular and/or panelized classrooms manufactured with polymer modified glass fiber reinforced concrete material. Registered: 19951017.

ECOCRETE CLASSROOM (Reg. No. 2,304,783)

G & S: relocatable modular and/or panelized classrooms manufactured with polymer modified glass fiber reinforced concrete material. First use: 19980301. First use in commerce: 19980301.

ECOCRETE HOME (Reg. No. 2,354,045)

G & S: modular and/or panelized homes manufactured with polymer modified glass fiber reinforced concrete material. First use: 19960314. First use in commerce: 19960601.

Ecocrete DSA Approved Stockpiles Applications:						
Eco Job No.	Eco Area/Stockpile No.	Job Name	Application	App'd Date	Y=Yellow 3-recessed B=Black	Description
			A 04-100119	1/20/1998		GE Cap 24x40 T-111 (100 units) PC 363 w/ Rev's
			A 04-100324	4/10/1998		Cyp Mod 24x40 Ecocrete (1 unit) PC 100121 w/ Rev's
Tagged & Revised			A 03-100763	4/17/1998		Cyp Mod 24x40 Ecocrete (90 units) PC 100121 w/ Rev's to be used in LAUSD Van Nuys & other locations
			A 03-100812	4/30/1998		Cyp Mod 24x40 T-111 (50 units) PC 363, no Rev's
			A 04-100273	8/9/1998		GE Cap 24x40 Ecocrete (12 units, Calexico) w/ changes
			A 04-100533	8/13/1998		Cyp Mod 24x40 2:11 Pch (14 units) PC 100436
			A 04-100710	9/10/1998		GE Cap 24x40 Ecocrete (10 units, Newark) w/ changes
			A 04-100711	9/10/1998		Best tones 24x40 2:11 Pch (1 unit) PC 100436, no changes
			A 04-100763	8/28/1998		GE Cap 24x40 Ecocrete (3 units, Calexico) w/ changes
			A 04-100842	8/28/1998		Cyp Mod 24x40 T-111 (12 units, Fresno USD) w/ 2hr w/ Monologues
			A 04-100842 Rev	8/28/1998		Cyp Mod 24x40 T-111, Fresno USD, 12 units, monologues (Solid, 1 40R fire, 2 24R fire)
			A 04-100924	1/7/1999		Cyp Mod 24x40 Ecocrete (37 units, Stockpile) w/ changes Truncated: Redwood (17) Concrete (1) Truncated Middle (7) Barbed (2) Vail Ranch (1) Sangre (2)
			A 04-100925	1/7/1999		Cyp Mod 24x40 T-111 (1 unit, Ontario, Stockpile) no changes to PC
			A 04-100928	1/25/1999		Cyp Mod 48x40 Ecocrete (1 unit, SLURF, Stockpile) w/ changes, 250R floor load
			A 03-101353	3/6/1999		by district 24x40 T-111 Aloha Teachers Learning (pulled by district)
		STEVENSON RANCH	A 04-101032	3/11/1999		Cyp Mod 24x40 Ecocrete (18 units, Stockpile) w/ no changes (15 classrooms, 2 bldg, 1 lib)
			A 04-101058	3/25/1999		Cyp Mod 30x32 Ecocrete, Truncated Chaperal (7)
		CYPRESS MODULAR TOILET BLDG STOCK	A 04-101102	4/15/1999		Cyp Mod 12x40 Rest rooms & special purpose Truncated (4-Ecocrete, (1) plan A, (2) plan D) Stevenson Ranch (3-Ecocrete, (1) plan A, (1) plan D, (1) plan F) LAUSD (3-T111, plan C) Concrete (1-Ecocrete, plan F)
		Calexico	A 04-101162	3/6/1999		GE Cap 24x40 Ecocrete (11 units, Calexico) w/ changes
		Stevenson Ranch	A 03-102000	4/10/1999		Cyp Mod 48x40 Ecocrete Stevenson Ranch Multipurpose 24x40 Ecocrete Stevenson Ranch Admin
		LANGDON LAUSD PORTION 3A3 PREJIN	A 03-101673	6/4/1999		Cyp Mod Longview-LAUSD 24x40 Classroom Bldg (12) 24x40 Kindergarten (2) 24x40 Special Bldg (1), 40x40 Admin Bldg, 36x40 Multipurpose Bldg, 24x40 Food Service Bldg, 24x40 Sanitary Bldg.
Tagged & Revised		HOOVER	A 04-101229	6/17/1999		Cyp Mod 48x40 Ecocrete, Hoover Multipurpose (1 unit)
		SAUGUS	A 04-101290	6/17/1999		Cyp Mod 36x40 Ecocrete 2:11 Sangre (7 units)
		HOOVER	A 04-101314	6/24/1999		Cyp Mod 24x40 Ecocrete, Hoover: 15 classrooms, Admin, Lunch, Library, Sangre: 2 classrooms (Bldg units 290A, 301)
Tagged & Revised		HOOVER	A 04-101348	7/9/1999		Cyp Mod 24x40 Ecocrete, Hoover: 3 classrooms
Tagged & Revised		HIMMEL HESTROMAN	A 04-101349	7/9/1999		Cyp Mod 12x40 Ecocrete, Hoover rest room plan 11-2
		SOUTH RAY ELEM.	A 04-101357	7/14/1999		Site Appl 40x60 Ecocrete, Southbay USD, Site Application
Tagged & Revised		VALERIO PRIMARY CENTER	A 03-101761	7/19/1999		Cyp Mod 24x40 Classroom Bldg (7) 24x40 Kindergarten (2) 24x40 Special Bldg (1) 40x40 Admin Bldg, 36x40 Multipurpose Bldg, 24x40 Food service Bldg, 24x40 Sanitary Bldg, Site application by LAUSD
		SCOTT VALLEY	A 04-101426	7/29/1999		Cyp Mod 30x32 Ecocrete 2:11, Scotts Valley, 3 classrooms
		CONejo USD	A 04-	8/ /99		Cyp Mod Concho Projects Site application(s): To be pulled by site architect
		Chula Vista	A 04-101357	8/ /99		Cyp Mod Cook Montgomery, Valley Vista
		Chula Vista	A 04-101358	8/ /99		Cyp Mod Flacey, Landerbach
		Chula Vista	A 04-101356	8/ /99		Cyp Mod Hahrock, Marshall, Silver wing
		Chula Vista		8/ /99		Cyp Mod Palmer, Clearview
		Chula Vista		8/ /99		Cyp Mod Mueller, Discovery, Aurora-Larkin
		Roseville	A 04-101537	9/2/1999		Cyp Mod 30x32 Ecocrete 2:11, Roseville 1 classroom
		Roseville	A 04-101535	9/2/1999		Cyp Mod 24x40 Ecocrete-variable, Roseville 1 classroom
		CALEXICO	A 04-101536	9/2/1999		GE Cap 24x40 Ecocrete (4 units) w/ changes
		VISITATION VALLEY	PPS 0700002			24 X 40-3/12

Ecocrete DSA Approved Stockpiles Applications:						
Ec Job No.	Ec Mod Stockpile No.	Job Name	Application	Appr'd Date	Yn/Yclm Approved B-land	Client Description
		SELMANIGHI & ERIC WHITE ELEM	A 04-102186			Year End 1999
		TEHACHAPI H.S.				
		DOH STRUCT. VARIABLE WOOD/STEEL	PFS 02960033			
		DOH PLUMBING/MECHANICAL	PFS 02960033			
		DOH ARCHITECT/STRUCTURAL	PFS 02960033			
		UCED MEDICAL	PFS 02960039			Extra copies
		Porterville	A 04-101581	9/23/1999		Cyp Mod 12x30 Ecocrete, Porterville 4 classrooms (standard PC)
010ICAR		CARRILLO	A 01-102952			
0102PRE		FRESNO-NEW CAMBRIDGE	A 02-102111			Full campus
0103AMA		ANALIXIM-HARBOR CAMPUS	A 04-102170			Harbor Bldg Stockpile
0104CAB		CARRILLO DAY CARE	A 04-102776	12/7/2000	V	YEAR END STOCKPILE 2000 (ALL IN 1 BOX)
0114STR		STEVENSON HANCOI PHASE 3	A 04-102776	12/7/2000	V	Site App A03-103937, 8/4/00, bond
0112OXN		OXNARD USD	A 04-102776	12/7/2000	V	
1114WES		HESPERIA RESTROOM BUILDING	A 04-102776	12/7/2000	V	Site App A03-103734, 3/17/02
1103STA		STA. MONICA	A 04-102776	12/7/2000	V	
1113WES		WEST COYINA ACADEMY	A 04-102776	12/7/2000	V	Rev'd stockpile 10/15/01
0106ALU		ALUM ROCK USD	A 04-102502			
0107PRE	DOH	FRESNO PURCHASING OFFICE	PFS 02000008			60 x 96 modular unit 1/4 : 12 Roof Pitch
0108CON		CONCHO USD	A 03-102408			Celine R Concho USD
0110CTR		CENTRAL USD	A 02-102814			21 Capitan Middle School
0111MOR		MORENO VALLEY USD	A 04-100616			Edgewood Elementary School
0114ELL		ELLEN BROWNING SCRUFFS ELEM	A 04-102702		SDUSD	Full campus
0115DRE		DREAM SCHOOL-CIULA VISTA	A 04-103318		CVE	2 Story Stockpile (Box 1)
		DREAM SCHOOL-CIULA VISTA	A 04-102848		CVE	Site Plans (Box 2)
0117STA		SHALUSO-MULTISITE	A 03-104663		SMUSD	Melinda Drysdale (Franklin, Edison, Main, McKinley, Roosevelt)
0118LAK		LAKE ELSINORE-RICE CANYON	A 04-102965		LEUSD	(2) 72 x 40 Classroom Bldg.
0119WES		WEST COYINA USD-WILDWOOD	A 04-103004	3/8/2001	V	Roof 132 x 48 bldg./2:12 Roof variable/12 x 40 Modular Restrooms, Site App A04-104537
1101FIN		FINNEY SCHOOL-CIULA VISTA	A 04-102961		CVE	Year End 2001 Application
1103STA	Ec 04-2001	SM-MUSD Malibu H.S.	A 04-103416 Rev	5/9/2001	V, D	SMUSD (1) 84x40, (1) 72x40, Modular 2 story
1103STA		SM-MUSD Malibu H.S. - Bridge Tower	A 03-105585	3/18/2002	D	SMUSD Bridge Tower
		SM-MUSD Malibu H.S. - Fire Alarm	A 03-105585	3/18/2002	D	SMUSD NCH Approval
1104BUR		BURBANK USD-JORDAN MIDDLE SCHOOL	A 03-105019	6/11/2001	B	Classroom Bldg.
1105COL		COLTON UNIFIED SCHOOL DISTRICT	A 04-1037577			Site Application A04-103406, 2/5/02
1106SAN		TORREY PINER H. E. SAN DIEGO	A 04-100993	3/26/2002	D	SDUSD (4) 32x40, (2) 72x40, 2 story, Stockpile (Box 1) AOR sheets (Box 2)
1107HOC		HOCCTO-FULLERTON COLLEGE	A 04-103452	6/9/2001	V	HOCCTO (2) 32 x 40 Classroom (Box 1)
1107HOC		HOCCTO-FULLERTON COLLEGE	A 04-103520	6/25/2001	D partial	HOCCTO (1) 12x40Tribal Bldg. (Box 2)
1108LAK		LAKE ELSINORE-COLLIER SCHOOL	A 04-103757	6/9/2002	D	LEUSD Palled by Site Architect
1109CAD		CARRILLO HATCH ELEMENTARY	A 01-104043			ALL IN ONE BOX
1112CAD		CARRILLO HALF MOON BAY H.S.	A 01-104043			
1110MEN		MENDOTA USD-WASHINGTON ELEM	A 02-103776	3/12/2002	B	Part of Site Application 30 x 32 Modular classroom Bldg. & site improvements
1111DAL	DOH	DALY CITY-MARCHBANK CLUBHOUSE	PFS 03010538	2/28/2002		Daly City Clubhouse Bldg. at Marchbank Park
1114RAL	Ec 6-2002	BALDWIN PARK 1STORY	A 04-104197 Rev	9/19/2002	V	Baldwin Pk 2 story for Sierra Vista Jr. H.S. (A03-104153) Portion I, app'd 5/30/02
1101DAL	Ec 5-2002	BALDWIN PARK-SIERRA VISTA-ADMIN	A 04-104196 Rev	9/19/2002	V	Baldwin Pk 1 Story Admin. & Toilet Bldg. (A03-104153) Portion II, app'd 10/10/02
1115DAL	DOH	DALY CITY-HILLSIDE CLUBHOUSE	DOH			Daly City
1117QUH		QUICKSET-MONTROSSON SCHOOL	DOH			24 x 40 Modular unit 1/4:12 Roof pitch

Ecocrete DSA Approved Stockpiles Applications:						
Eco Job No.	Eco Stockpile No.	Job Name	Application	App'd Date	Verification Enclosed B-Band	Description
1118LAK	---	LAKE ELSINORE-ARNEY-HEAD START	A 04-102799	8/1/2002	V	LEUSD Site Plans
1119NOC	---	NOCCCO-FULLERTON C-SEC. BLDG.	A 04-103310	NO	B checked	NOCCCO comment set back from dip architect
1120LAK	---	LAKE ELSINORE-MACHADO ELEM	A 04-104336	6/20/2002	B	LEUSD Concrete w/ 2 1/2 Reel Variable bldg. Filled by Site Architect
1121VAL	---	VALLE LINDO ELEM-CHIULA VISTA	A 04-104104	3/24/2002	V	CVE 40X14 Modular 1 Story
1122GRE	See 4-2002	GREG ROGERS ELEM-CHIULA VISTA	A 04-104103	3/28/2002	V	CVE 12X40 Retractable Toilets
1102DOW	---	DOWNEY USD-48X40 BUILDING	A 04-104079	3/23/2002	V	Downey 48x40 variable bldg.
2103POR	N/A	FORECAST HOMES-CLOSE UP/LINERY BLDG	N/A	N/A		Forecast
2104ELM	DOH	EL MONTE CITY School Dist-OFF. BLDG.	DOH	no	B checked	SI Made 72x40 and 50x32 - CMJ reviewing proposal to plan check/inspect
2105ANA	---	ANAHEIM 1 (B BUILDING)	A 04-104607	9/5/2001	V, B	ACSD Stockpile for Building B (1) 96x40 Multipurpose Bldg. -- bus 3
2105ANA	---	ANAHEIM 1 (C BUILDING) LIBRARY	A 04-104334	8/15/2002	V, B	ACSD Stockpile for Library (1) 96x40 Library -- bus 2
2105ANA	---	ANAHEIM 1 (G BUILDING)	A 04-104508	3/29/2002	V, B	ACSD Stockpile for Building G (7) 96x40 classroom bldg. -- bus 1
2105ANA	---	ANAHEIM 1 (KITCHEN)	A 04-104446	9/26/2001	V, B	ACSD Stockpile for Kitchen (2) 72x40 bldg.
2105ANA	---	ANAHEIM 1 (BULK)	A 04-104370	8/23/2002	V, B	ACSD Stockpile for BULK -- bus 4
2105ANA	---	ANAHEIM 1 (AOR SITE SET)	A 04-102341	3/6/2002	B	ACSD AOR Site Set -- bus 3
2106ELL	---	ELLEN BROWNING SCRIPPS ELEM 1 EXPANSION	A04-104204	5/3/2002	B	SUSD (5) 24x40 Classrooms Part of Site Application
2107DAL	DOH	DALY CITY-WESTWOOD COMAL CTR	DOH			Daly City DOH: at plan check review with CMJ
2108AAR	---	ARRIGO VISTA ELEM-CHIULA VISTA	A04-104301	6/6/2002	B	CVE Part of Site Application
2109DOW	See 07-2002	DOWNEY USD-1 STORY BUILDING	A 04-104439	8/8/2002	V	Downey (1) 144x40 1 story, (1) 48x40 2 story, (1) bldg
2110LAK	See 04-2002	LAKE ELSINORE-RICE CANYON 48X40 BLDG	A 04-104372	6/17/2002	V	LEUSD (1) 48x40 Modular 1 story building
2117SMC	none	SANTA MONICA COLLEGE - REST ROOM	none		No Draw	Const. Sys. (1) 12x40 Rest Room, Plan G
2124CVE	See 09-2002	CYSED-McMILLIN ELEM SCHOOL	A 04-104555	8/15/2002	V, B	CVE (1) 72x40, (1) 24x40, 2:12
2125CVE	See 10-2002	CYSED-HERITAGE ELEM SCHOOL	A 04-104555	8/15/2002	V, B	CVE (2) 72x40, 2:12
2133SVI	See 12-2002	SIERRA VISTA H.S.-BALDWIN PARK USD	A 04-104703	8/8/2002	V	Baldwin PL (1) 180x40 1 story, (1) 24x40 2 story, (1) 192x40 1 story, (4) bridges
2137NPC	See 12-2002	NORTH PARK Cont II, S.-BALDWIN PARK USD	A 04-104706	8/8/2002	V, B	Baldwin PL (1) 120x40 2 story, (1) 96x40 1 story
2137NPC	See 14-2002	NORTH PARK Cont II, S.-BALDWIN PARK USD	A 04-104714	NO	V	Baldwin PL (1) 120x40 1 story storage, (1) 96x40 1 story Admin, (1) 144x40 1 story Child Care Notes: NO STRUCT SIGN-OFF!!
2138JHI	See 11-2002	JONES JR. H.S.-BALDWIN PARK USD			B checked	Baldwin PL (2) 150x12, (1) 90x12, (1) 60x32 1 story Not Approved as of 3/4/03
Proposed Projects - Applications not completed						
2125JPI	---	JOHN PAUL JONES SCHOOL-SOUSD	---	---		SOUSD Proposed Project: Library
2129JAS	---	RENITO JUAREZ SCHOOL-SOUSD	---	---		SOUSD Proposed Project: Library
2130TYS	---	TORREY PINES SCHOOL-SOUSD	---	---		SOUSD Proposed Project: Library and Classrooms
2131ELIS	See 16-2002	ELINORE H.S.-LEUSD	---	---	B checked	LEUSD Proposed Project: (2) 72x40 bldg
2132SDU	---	SDUSD-TWIN ELEMENTARY SCHOOLS	---	---		SDUSD Proposed Project: T7
2133WPS	---	WEBSTER ELEMENTARY-SOUSD	---	---		SOUSD Proposed Project: 2 story and Library
2134TES	---	TOLER ELEMENTARY-SOUSD	---	---		SOUSD Proposed Project: T7
2134ORI	---	OLIVE JR. H.S.-BALDWIN PARK USD	---	---		Baldwin PL Proposed Project: 19000 sq ft
2139HLL	---	HOLLAND JR. H.S.-BALDWIN PARK USD	---	---		Baldwin PL Proposed Project: 21940 sq ft
2140MES	---	SOUSD-MARSHALL ELEMENTARY	---	---		SOUSD Proposed Project
2143GES	---	GEDOKS ELEM. S.-BALDWIN PARK USD	---	---		Baldwin PL Proposed Project

U.S. Patent Pending, Application No. 09/993374, dated August 22, 2001 for: "Fiber-Reinforced Sandwich Panel"

Description of the Prior Art

Concrete is a preferred building material for construction of structures in certain markets. Load-bearing concrete walls are generally thick, heavy, and difficult to transport. Also, an uninsulated concrete wall generally has a poor insulation value and increasing the insulation value using concrete may not be economically viable in certain markets. Accordingly, there exists a need for a lightweight and relatively low-cost prefabricated structure for competing in markets preferring concrete structures. The present invention satisfies these needs.

Abstract

The present invention may be embodied in a sandwich panel having first and second face panels each having a first predetermined thickness and being formed of a fiber-reinforced cementitious material. The sandwich panel further includes support frame for supporting the first and second face panels in a spaced apart configuration. The support frame is formed of a fiber-reinforced cementitious material that is continuous with the cementitious material of the first and second face panels. An insulation material is embedded in the sandwich panel for defining a structure of the support frame.

TRADEMARKS:

ECOCRETE (Reg. No. 1,927,538)

G & S: relocatable modular and/or panelized classrooms manufactured with polymer modified glass fiber reinforced concrete material. Registered: 19951017.

ECOCRETE CLASSROOM (Reg. No. 2,304,783)

G & S: relocatable modular and/or panelized classrooms manufactured with polymer modified glass fiber reinforced concrete material. First use: 19980301. First use in commerce: 19980301

ECOCRETE HOME (Reg. No. 2,354,045)

G & S: modular and/or panelized homes manufactured with polymer modified glass fiber reinforced concrete material. First use: 19960314. First use in commerce: 19960601.

Accounts Rec - Gross Accts Recv'l - Gross
3/13/03 8:27 AM

1 of 1

bin/s_report
BidDet

RCOCRETE
Detail Bidder Listing

Mon Mar 31 15:04:54 2003
Page: 1

Bidder #	220	Customer Key	MCMARJ	Taxable	Y	
				GST Tax	Y	
		JOHN MCMAHON				
		MCMAHON STEEL COMPANY				
		6795 CALLE DE LINEA				
				Last Sale Date		
				Last Visit		
				Bal Fwd		
Phone #		SAN DIEGO, CA 92154				
Lic. #		671-9700				
Misc.				Customer Types		
				GEN Y	REST N	EQUIP Y
				AUTO Y	IND Y	ANTIQ N
Bidder #	221	Customer Key	ZANDMO	Taxable	Y	
				GST Tax	Y	
		MOHAMMAD ZAND				
		CONSTRUCTION SYSTEMS				
		7500 TOPANGA CANYON BLVD				
		#201				
		CANOGA PARK, CA 91303				
Phone #		818/887-7781				
Lic. #				Customer Types		
Misc.				GEN Y	REST N	EQUIP Y
				AUTO Y	IND Y	ANTIQ N
Bidder #	222	Customer Key	KINGET	Taxable	N	SRKHB25-899222
				GST Tax	Y	
		TOMMY KINGEL				
		RANCHO METALS & SUPPLY				
		41400 DATE STREET				
				Last Sale Date		09/22/1998
				Last Visit		12/09/2002
				Bal Fwd		
Phone #		MURRIETA, CA 92562				
Lic. #		909/677-8586				
Misc.				Customer Types		
				GEN Y	REST N	EQUIP N
				AUTO N	IND N	ANTIQ N
Bidder #	223	Customer Key	ARGOTG	Taxable	Y	srfh99902456
				GST Tax	Y	
		GUSTAVO REYES ARGOTE				
		3 MUSQUETEERS				
		3121 MAIN ST STE D				
				Last Sale Date		09/22/1998
				Last Visit		02/06/2002
				Bal Fwd		
Phone #		CHULA VISTA, CA 91911				
Lic. #		619/427-6151				
Misc.		U0196865		Customer Types		
		11-29-66 623-01-5801		GEN N	REST N	EQUIP N
		2613 SADDLEBACK ST.CV91914		AUTO Y	IND N	ANTIQ N
Bidder #	224	Customer Key	KEPICA	Taxable	N	SRFHB97179404
				GST Tax	Y	
		ALEX KEPICS				
		DISPOSAL SURPLUS ASSETS				
		PO BOX 462728				
				Last Sale Date		
				Last Visit		02/25/2003
				Bal Fwd		
Phone #		ESCONDIDO, CA 92046-2728				
Lic. #		619/888-2903 760/735-6135				
Misc.		J0746422		Customer Types		
				GEN Y	REST N	EQUIP N
				AUTO Y	IND N	ANTIQ N

Bidder # 232 Customer Key OZIERB Taxable N SRFH-97214041
BOBBY OZIER GST Tax Y
OZIER ENTERPRISES
9125 LAMAR ST Last Sale Date
Last Visit 07/26/2002
Bal Fwd
SPRING VALLEY, CA 91977
Phone # 619/469-2427
Lic. # R0535991
Misc. Customer Types
GEN Y REST N EQUIP N
AUTO N IND N ANTIQ N

Bidder # 233 Customer Key TETZLK Taxable Y
KURT TETZLAFFER GST Tax Y
WINWORKS
3741 OVERPARK Last Sale Date
Last Visit
Bal Fwd
SAN DIEGO, CA 92130
Phone # 858/350-1358
Lic. #
Misc. Customer Types
GEN N REST N EQUIP N
AUTO N IND N ANTIQ N

Bidder # 234 Customer Key WILLEDD Taxable Y
DONNE WILLETT GST Tax Y
4572 MUIR AVE Last Sale Date
Last Visit
Bal Fwd
SAN DIEGO, CA 92107
Phone # 224-2141
Lic. #
Misc. Customer Types
GEN N REST N EQUIP N
AUTO N IND N ANTIQ N

Bidder # 235 Customer Key WOOLSEJ Taxable N SRFH# 97155295
JUSTIN WOOLSEY GST Tax Y
WOOLSEY ENTERPRISES
3060 ISLAND AVENUE Last Sale Date 06/02/1999
Last Visit 02/12/2003
Bal Fwd
SAN DIEGO, CA 92102
Phone # 619/520-4760
Lic. # C0024668
Misc. dob 08/31/57
SS# 570-11-3444 Customer Types
GEN Y REST Y EQUIP Y
AUTO Y IND Y ANTIQ Y

Bidder # 237 Customer Key HAZARN Taxable Y
NOOR NAZAR GST Tax Y
2857 AMULET ST Last Sale Date
Last Visit
Bal Fwd
SAN DIEGO, CA 92123
Phone # 708-4246
Lic. #
Misc. Customer Types
GEN Y REST N EQUIP Y
AUTO Y IND Y ANTIQ N

Bidder #	238
Customer Key	OHLVEJ
JOSEPH OHLVER	Taxable Y
ASSET PROP GROUP	GST Tax Y
7969 ENGINEER RD	
	Last Sale Date
	Last Visit
	Bal Fwd
SAN DIEGO, CA 92111	
Phone #	858/560-9363
Lic. #	
Misc.	

Bidder #	239
Customer Key	JOHNSD
DENNIS JOHNSON	Taxable N
	GST Tax Y
956 MAYA STREET	Last Sale Date
	Last Visit
	Bal Fwd
SPRING VALLEY, CA 91977	09/05/2002
Phone #	619/668-2962
Lic. #	N6253265
Misc.	

Customer Types	
GEN	N
REST	N
EQUIP	N
AUTO	N
IND	N
ANTIQ	N

Ecocrete Inc.

Auction results / Lot sold report

March 21st, 2003

Lot #	Description	Price	Bidder #
1	Welding & Fabrication Equip.	\$ 55,000	225
2	Warehouse Equipment	\$ 10,000	222
3	Office F,F & E	\$ 10,000	232
4	Rolling Stock	\$ 40,000	222
5	Office Trailers Buildings	\$ 45,000	225
6	Concrete Batch Plant	\$ 6,000	225
7	Boom Cranes	\$ 40,000	225
8	Jigs	\$ 5,000	225
9	Work In Progress	\$ -	
10	Accounts Receivable	\$ 13,000	225
11	All Raw Inventory & New Materials	\$ 20,000	225
	Total, all individual bids	\$ 244,000	
	Plus 10%	\$ 24,400	
	Total Min. Bulk Bid	\$ 268,400	
12	Bulk-Bid	\$ 268,400	

Sold in bulk for \$268,400

Auction Script

On January 22, 2003 Richard Werner, a secured creditor, filed a "Motion for Relief from Automatic Stay" as provided by Section 362 of the Bankruptcy Code with the "United States Bankruptcy Court, Southern District of California" in the Chapter Eleven (11) Case regarding Eco Building Systems, Inc. dba Ecocrete Inc. On February 13, 2003 the Federal Bankruptcy Judge in the above case granted the Motion.

On February 20, 2003 Richard Werner sent a "Notification of Disposition of Collateral" (California Commercial Code Sections 9610-9613) announcing the sale of all personal property collateral on this date at 10:00 A.M.

Subsequent to the above Richard Werner has transferred his interest in the notes underlying the above secured creditor position to AFS Industries, LLC.

This auction is in accordance with the "Notification of Disposition of Collateral" mentioned previously and is subject to the first lien holders Interest. The first lien holder's balance is \$1,356,059.18.

The auction procedures are as follows:

Each lot (lots one through eleven) will be offered in order beginning with number one the winning bid for each lot noted. When the final lot (lot eleven) has been offered and bidding completed, all of the items in lots one through eleven will be offered in a bulk bid and all interested parties will be allowed to bid in bulk. AFS Industries, LLC may credit bid the total amount owed as a bulk bid.

If the sum total of the winning bids on lots one through eleven in greater than the winning bulk bid then the individual lot bids will prevail subject to the first lien holders position. If the bulk bid is greater, then the bulk bid will prevail subject to the first lien holder's position.

The first lien holder "Debt Acquisition Company of America V, CCC (DACA) sent their "Notification of Disposition of Collateral" on February 20, 2003 announcing the sale of all personal property collateral on this date at 10:00 A.M. DACA may proceed with or postpone their foreclosure sale at the conclusion of this auction. Should DACA proceed with their auction, the auction will proceed on a lot-by-lot basis if the sum of the lots prevailed in the first auction. Otherwise DACA may proceed directly to a bulk bid auction.

In any case DACA reserves the right to credit bid in bulk the total amount owed.

Let's begin with lot one.

**BILL OF TRANSFER OF THE COLLATERAL AFTER DISPOSITION OF COLLATERAL
PURSUANT TO CALIFORNIA COMMERCIAL
CODE SECTIONS 9610-13**

Transfer To: AFS Industries, LLC
596 Sandpiper Way
Chula Vista, CA 91910
Telephone: (619) 691-0594

Name of Debtor/Transferor: ECO BUILDING SYSTEMS, INC., a Delaware Corporation dba Ecocrete
("Debtor")

RECITALS

On March 21, 2003, at 10:30 a.m., McCormack Auction Company, Inc. conducted an on site auction of the above-referenced company's assets located at 596 Sandpiper Way in Chula Vista, CA 91910. Prior to the auction were numerous allocations for viewing by both private appointments and an open house. On April 4, 2003, Josh McCormack executed his Report of Auctioneer, a true copy of which is attached hereto as Attachment "1."

Advertising for the sale was published in the classifieds auction section of the San Diego Union Tribune on March 2, 9 and 16, 2003, as well as the Los Angeles Times on March 16, 2003. In addition to the auction section, a spotter was placed in the business opportunity section. A specialized mailing of over 1,000 portable building manufacturers in the nation was purchased and utilized in the mailing of over 5,000 color brochures advertising this auction. Copies of the advertisements run in the San Diego Union Tribune, Los Angeles Times, and a sample of the color flyer and the receipt for the specialized mailing list are attached to Attachment "1" as Exhibit "A."

A complete catalog of all items sold is attached to Attachment "1" as Exhibit "B". Exhibit "B-1" sets forth all intellectual property included in the sale.

The auction was conducted by offering the assets in 11 large lots as well as in bulk. The individual lots were presented and bid on first with results being subject to confirmation. The sum of individual lots plus 10% was the established value to start the bulk bid process. AFS did credit bid in bulk causing individual lot bids to be void and confirmation of assets to be sold in bulk. The auction sales results are attached to Attachment "1" as Exhibit "C."

A true and accurate listing of registered bidders in attendance is attached to Attachment 1" as Exhibit "D."

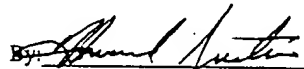
A Public announcement prior to auction is attached to Attachment "1" as Exhibit "E."

BILL OF TRANSFER

AFS is now the owner, free and clear of all junior liens, claims and interests of all of the items sold at the auction and identified on Exhibit "B" to Attachment "1," including, but not limited to, accounts receivable, inventory and work in progress.

Dated: July 31, 2003

AFS Industries, LLC



Name: Howard Lyons

Title: Managing Director

RECORDATION FORM COVER SHEET
PATENTS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of Conveying Party:

1) Imperial Bank

☐ Additional names of conveying parties attached.

3. Nature of Conveyance

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other: Assignment of Security Interest

Execution Date: 1) April 22, 2002

2. Name and Address of Receiving Party(ies):

Name: Debt Acquisition Company of America V, LLC

Street Address: 2120 W. Washington Street, Suite 101

City, State, Zip: San Diego, CA 92110

☐ Additional name(s) and address(es) attached.

4. (A) Patent Application Number(s):

09/993,374; 09/592,001

If this document is being filed together with a new application, the execution date of the application is:

☐ Additional Numbers Attached.

4. (B) Patent Number(s):

5,524,412; 6,073,410

5. Name and Address of Party to whom Correspondence Concerning this Document Should be Mailed:

Name: Gary M. Nath
Address: NATH & ASSOCIATES
1030 15th Street, N.W. - 6th Floor
Washington, D.C. 20005

6. Total Number of Applications and Patents Involved:

1

7. Total Fee:

(37 CFR 3.41)

\$ 160.00

☒ Enclosed.☐ Authorized to be charged to deposit account.

8. Deposit Account Number:

14-0112

ATTACH DUPLICATE COPY OF THIS PAGE IF PAYING BY DEPOSIT ACCOUNT.

DO NOT USE THIS SPACE

9. Statement and Signature:

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Name of Person Signing

Gary M. Nath
 Gary M. Nath, Reg. No. 26,965
 Marvin C. Berkowitz, Reg. No. 47,421
 Customer No. 20,529

September 5, 2003
 Date

Attorney Docket No.: 90094; 90093; 90092; 90090

Total number of pages comprising cover sheet: 1

02113C0853



UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional) Peter L. Duncan (619) 699-5230
B. SEND ACKNOWLEDGMENT TO: (Name and Address) Peter L. Duncan Pyle Sims Duncan & Stevenson, APC 401 B Street, Suite 1500 San Diego, CA 92101 (619) 699-5230

FILED
SACRAMENTO, CA
APR 22, 2002 AT 1700
BILL JONES
SECRETARY OF STATE

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #
9731660253

1b. This FINANCING STATEMENT AMENDMENT is
to be filed (for record) (or recorded) in the
REAL ESTATE RECORDS.

2. ☐ TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. ☐ CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. ☒ ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects ☐ Debtor or ☒ Secured Party of record. Check only one of these two boxes.
Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

☐ CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c. ☐ DELETE name: Give record name to be deleted in item 6a or 6b. ☐ ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME
Imperial Bank

OR 6b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME
Debt Acquisition Company of America V, LLC

OR 7b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
2120 W. Washington Street, Suite 101 San Diego CA 92110 US

7d. TAX ID #: SSN OR EIN ADDL INFO RE ORGANIZATION 7e. TYPE OF ORGANIZATION 7f. JURISDICTION OF ORGANIZATION 7g. ORGANIZATIONAL ID #, if any
330-88-4788 DEBTOR LLC California 200001110051 ☐ NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral ☐ deleted or ☐ added, or give entire ☐ restated collateral description, or describe collateral ☒ assigned.

All collateral

COPY

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check he ☐ and surname of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME
Imperial Bank, by Comerica Bank-California, successor by merger

OR 9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX
Quain Michael Patrick H-

10. OPTIONAL FILER REFERENCE DATA

UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as Item 1a on Amendment form)
9731660253

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as Item 9 on Amendment form)

12a. ORGANIZATION'S NAME Imperial Bank, by Comerica Bank-California,
successor by merger

OR 12b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX

13. Use this space for additional information

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

02277C0080



UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional) PETER L. DUNCAN, ESQ. (619) 687-5200
B. SEND ACKNOWLEDGMENT TO: (Name and Address) PETER L. DUNCAN, ESQ. PYLE SIMS DUNCAN & STEVENSON, APC 401 "B" STREET, SUITE 1500 SAN DIEGO, CA 92101



FILED
SACRAMENTO, CA
OCT 03, 2002 AT 1700
BILL JONES
SECRETARY OF STATE

THE ABOVE

1a. INITIAL FINANCING STATEMENT FILE #
9731660253

☐ to be filed (for record) (or recorded) in the
REAL ESTATE RECORDS.

2. ☐ TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. ☒ CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. ☐ ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects ☐ Debtor or ☐ Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

☐ CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c. ☐ DELETE name: Give record name to be deleted in item 6a or 6b. ☐ ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME ECO BUILDING SYSTEMS, INC., A Delaware Corporation				
OR	6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME				
OR	7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
7c. MAILING ADDRESS 596 SANDPIPER WAY, BUILDING 912		CITY CHULA VISTA	STATE CA	POSTAL CODE 91910
7d. TAX ID #: SSN OR EIN 330-58-8687		7e. TYPE OF ORGANIZATION ORGANIZATION DEBTOR	7f. JURISDICTION OF ORGANIZATION	
		7g. ORGANIZATIONAL ID #, if any		<input type="checkbox"/> NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral ☐ deleted or ☐ added, or give entire ☐ restated collateral description, or describe collateral ☐ assigned.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here ☐ and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME DEBT ACQUISITION COMPANY OF AMERICA V LLC				
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

10. OPTIONAL FILER REFERENCE DATA
8541.003

COPY

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER LOCATION:
Peter L. Duncan, Esq. (818) 898-5230

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Peter L. Duncan, Esq.
Pyle Sims Duncan & Stevenson, APC
401 B Street, Suite 1500
San Diego, CA 82101

DELAWARE DEPARTMENT OF STATE
U.C.C. FILING SECTION
FILED 06:38 PM 11/01/2002
INITIAL FILING NUM: 2123171 5
AMENDMENT NUMBER: 2277287 3
SRV: 020678119

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. INITIAL FINANCING STATEMENT FILE #
21231715

2. ☐ TERMINATION: Assignment of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. ☐ CONTINUATION: Effectuates of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement. It continues for the additional period provided by applicable law.

4. ☐ ASSIGNMENT (USE IN PARTIAL): Give name of assignee in Item 7a or 7b and address of assignee in Item 7c; and also give name of assignor in Item 8.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects ☐ Debtor or ☒ Secured Party of record. Check only one of these two boxes.
Also check one of the following three boxes and provide appropriate information in Item 6 and/or 7.
☒ CHANGE name and/or address: Give current record name in Item 6a or 6b; also give new name in Item 6a or 6b; and give new address in Item 7a or 7b. ☐ DELETE name: Give record name to be deleted in Item 6a or 6b. ☐ ADD name: Complete Item 7a or 7b, and also Item 7c; also complete Item 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME: Debt Acquisition Company of America V, LLC
OR 6b. INDIVIDUAL'S LAST NAME: FIRST NAME: MIDDLE NAME: SUFFIX:

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME: Imperial Bank
OR 7b. INDIVIDUAL'S LAST NAME: FIRST NAME: MIDDLE NAME: SUFFIX:

7c. MAILING ADDRESS: 701 B Street, #800
CITY: San Diego STATE: CA POSTAL CODE: 82101-8120 COUNTRY:

7d. TAXID & EIN OR EIN: 7e. TYPE OF ORGANIZATION: ORGANIZATION: DEBTOR 7f. JURISDICTION OF ORGANIZATION: 7g. ORGANIZATIONAL ID # (if any):

8. AMENDMENT (COLLATERAL CHANGE): check only one box.
Describe collateral: ☐ deleted or ☐ added or give entire ☐ related collateral description, or describe collateral ☐ assigned.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor who adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here ☐ and enter name of DEBTOR authorizing this Amendment.

10. ORGANIZATION'S NAME: Debt Acquisition Company of America V, LLC
OR 10b. INDIVIDUAL'S LAST NAME: FIRST NAME: MIDDLE NAME: SUFFIX:

UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as Item 1 on Amendment form)
21231715

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as Item 8 on Amendment form)

12a. ORGANIZATION'S NAME Debt Acquisition Company of America V. LLC

OR

12b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME/SUFFIX

13. Use this space for additional information

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Imperial Bank, the party identified in Item 7 above, previously filed a UCC-1 Financing Statement on November 6, 1997 with the California Secretary of State as File No. 9731860253, which was subsequently amended by a UCC-2 Financing Statement Change filed on April 28, 1999 with the California Secretary of State as File No. 99135C0337 (collectively, "Pre-Effective Date Financing Statement"). Imperial Bank thereafter assigned in full to Debt Acquisition Company of America V, LLC ("DACA"), the party identified in item 6 above, its security interest in all collateral described in the Pre-Effective Date Financing Statement, which was confirmed by a UCC-3 Financing Statement Amendment identifying IB as the original secured party of record and DACA as assignee and the new secured secured party of record ("Assignment Filing"). Rather than being filed with the Delaware Secretary of State, the Assignment Filing was filed with the California Secretary of State on April 22, 2002 as File No. 02113C0853. DACA subsequently filed with the Delaware Secretary of State an Initial UCC-1 Financing Statement ("In Lieu Initial Financing Statement") on April 29, 2002 as File No. 21231715 in lieu of a continuation statement to continue the effectiveness of the Pre-Effective Date Financing Statement. DACA inadvertently identified itself in the In Lieu Initial Financing Statement as the secured party of record in Delaware. This UCC-3 Financing Statement Amendment (Amendment No. 1) is being filed to amend the In Lieu Initial Financing Statement and correct the records of the Delaware Secretary of State to identify IB as the original secured party of record under the Pre-Effective Date Financing Statement, and, by a separate UCC-3 Financing Statement Amendment (Amendment No. 2) filed concurrently herewith with the Delaware Secretary of State, DACA will be identified as the new secured party of record by virtue of the Assignment Filing. Nothing in this Amendment No. 1 or in Amendment No. 2 shall change the continued effectiveness of the Pre-Effective Date Financing Statement.

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

Peter L. Duncan, Esq. (619) 594-5230

B. SEND ACKNOWLEDGMENT TO: (Name and address)

Peter L. Duncan, Esq.
 Pyle B/m Duncan & Stevenson, APC
 401 B Street, Suite 1300
 San Diego, CA 92101

DELAWARE DEPARTMENT OF STATE
 U.C.C. FILING SECTION
 FILED 06:38 PM 11/01/2002
 INITIAL FILING NUM: 2123171 5
 AMENDMENT NUMBER: 2277292 3
 SRV: 020679120

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. INITIAL FINANCING STATEMENT FILE #:
 21231715

16. THIS FINANCING STATEMENT AMENDMENT IS
 to be filed (for recording) or recorded in the
 REAL ESTATE RECORDS.

2. ☐ TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party supporting this Termination Statement.

3. ☐ CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party supporting this Continuation Statement is extended for the additional period provided by applicable law.

4. ☐ ASSIGNMENT (as or amended): Give name of assignor in Item 7a or 7b and address of assignor in Item 7c and also give name of assignee in Item 8.

6. AMENDMENT (PARTY INFORMATION): This amendment affects ☐ Debtor ☒ the Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in Item 8 and/or 9.

☒ CHANGE name and/or address: Give current record name in Item 7a or 7b and also give new name (if name changed in Item 7a or 7b) under new address (if address changed in Item 7c). ☐ DELETE name: Give record name to be deleted in Item 7a or 7b. ☐ ADD name: Complete Item 7a or 7b, and also Item 7c and complete Item 7d-7g if applicable.

8. CURRENT RECORD INFORMATION

8a. ORGANIZATION'S NAME
 Imperial Bank

OR 8b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME
 Debt Acquisition Company of America V, LLC

OR 7b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

7c. MAILING ADDRESS

2120 W. Washington Street, Suite 101

CITY

San Diego

STATE

CA

POSTAL CODE

92110

COUNTRY

US

7d. TYPE OF ORGANIZATION

ADD, MODIFY OR
 ORGANIZATION
 DELETE

7e. TYPE OF ORGANIZATION

7f. JURISDICTION OF ORGANIZATION

7g. ORGANIZATIONAL IDENTIFY

☐ NONE

9. AMENDMENT (COLLATERAL CHANGE): Check one box.

Describe collateral ☐ deleted or ☐ added, or give entire ☐ amended collateral description, or describe collateral ☐ assigned

10. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment; if this is an Amendment authorized by a Debtor, check here ☐ and enter name of DEBTOR authorizing this Amendment.)

10a. ORGANIZATION'S NAME
 Imperial Bank

OR 10b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

11. OPTIONAL FILER REFERENCE DATA

BS41,003

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT AMENDMENT (FORM UCC-9) (REV. 07/29/88)

UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS (PRINTING DATE) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as item 1 on Amendment form)
21231715

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 8 on Amendment form)

12a. ORGANIZATION'S NAME Imperial Bank

OR

12b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME SUFFIX

13. Use this space for additional information

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Imperial Bank, the party identified in item 8 above, previously filed a UCC-1 Financing Statement on November 8, 1997 with the California Secretary of State as File No. 8731680253, which was subsequently amended by a UCC-2 Financing Statement Change filed on April 28, 1999 with the California Secretary of State as File No. 881390337 (collectively, "Pre-Effective Date Financing Statement"). Imperial Bank thereafter assigned in full to Debt Acquisition Company of America V, LLC ("DACA"), the party identified in item 7 above, its security interest in all collateral described in the Pre-Effective Date Financing Statement, which was confirmed by a UCC-3 Financing Statement Amendment identifying IB as the original secured party of record and DACA as assignee and the new secured secured party of record ("Assignment Filing"). Rather than being filed with the Delaware Secretary of State, the Assignment Filing was filed with the California Secretary of State on April 22, 2002 as File No. 0211300833. DACA subsequently filed with the Delaware Secretary of State an initial UCC-1 Financing Statement ("In Lieu Initial Financing Statement") on April 29, 2002 as File No. 21231715 in lieu of a continuation statement to continue the effectiveness of the Pre-Effective Date Financing Statement. DACA inadvertently identified itself in the In Lieu Initial Financing Statement as the secured party of record in Delaware. A separate UCC-3 Financing Statement Amendment ("Amendment No. 1") is being filed with the Delaware Secretary of State to amend the In Lieu Initial Financing Statement and correct the records of the Delaware Secretary of State to identify IB as the original secured party of record under the Pre-Effective Date Financing Statement, and this UCC-3 Financing Statement Amendment ("Amendment No. 2") is being filed concurrently therewith to identify DACA as the current secured party of record by virtue of the Assignment Filing. Nothing in Amendment No. 1 or in this Amendment No. 2 shall change the continued effectiveness of the Pre-Effective Date Financing Statement.

RECORDATION FORM COVER SHEET
PATENTS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of Conveying Party:

1) Debt Acquisition Company of America V, LLC

☐ Additional names of conveying parties attached.

3. Nature of Conveyance

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other:

Execution Date: 1) July 15, 2003

2. Name and Address of Receiving Party(ies):

Name: Advanced Wall Systems, LLC

Street Address: 596 Sandpiper Way

City, State, Zip: Chula Vista, CA 91910

☐ Additional name(s) and address(es) attached.

4. (A) Patent Application Number(s):

09/993,374; 09/592,001

If this document is being filed together with a new application, the execution date of the application is:

☐ Additional Numbers Attached.

4. (B) Patent Number(s):

5,524,412; 6,073,410

5. Name and Address of Party to whom Correspondence Concerning this Document Should be Mailed:

Name: Gary M. Nath
Address: NATH & ASSOCIATES
1030 15th Street, N.W. - 6th Floor
Washington, D.C. 20005

6. Total Number of Applications and Patents Involved:

1

7. Total Fee:

(37 CFR 3.41)

\$ 160.00

☒ Enclosed.☐ Authorized to be charged to deposit account.

8. Deposit Account Number:

14-0112

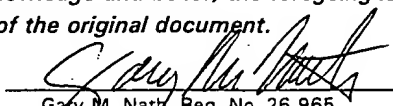
ATTACH DUPLICATE COPY OF THIS PAGE IF PAYING BY DEPOSIT ACCOUNT.

DO NOT USE THIS SPACE

9. Statement and Signature:

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Name of Person Signing


 Gary M. Nath, Reg. No. 26,965
 Marvin C. Berkowitz, Reg. No. 47,421
 Customer No. 20,529

September 12, 2003
 Date

Attorney Docket No.: 90094; 90093; 90092; 90090

Total number of pages comprising cover sheet: 1

ASSIGNMENT OF INTELLECTUAL PROPERTY

For valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned, Debt Acquisition Company of America V, LLC, a California limited liability company ("Transferor"), hereby transfers and assigns to Advanced Wall Systems, LLC, a Delaware limited liability company ("Transferee"), all of Transferor's right, title and interest in and to the intellectual property commonly known as the "Lot 9 Collateral" and more particularly described as:

Patents

U.S. Patent # 5,524,412 dated June 11, 1996 for: "Method and Composition for Constructing Modular Buildings"

U.S. Patent # 6,073,410 dated June 13, 2000 for: "Structure and Formulation for Manufactured of Prefabricated Buildings"

U.S. Patent Pending, Application No. 09/993374, dated August 22, 2001 for: "Fiber-Reinforced Sandwich Panel"

U.S. Patent Pending, CIP Application No. 09/592001, dated June 12, 200 for: "Structure and Formulation for Manufactured of Prefabricated Buildings"

Trademarks

ECOCRETE (Reg. No. 1,927,538)

ECOCRETE CLASSROOM (Reg. No. 2,304,783)

ECOCRETE HOME (Reg. No. 2,354,045)

And also described in that certain Notification of Proposal to Accept a Portion of the Collateral in Partial Satisfaction of Obligation dated April 9, 2003 (the "Intellectual Property"), including, without limitation, the following, to the extent any such rights, properties or information exist now or may hereafter come into existence: (i) all confidential, proprietary, or trade secret rights, patent and patent rights (in whatever name or names issued), (ii) all rights in and to any patent applications and patentable teachings, (iii) all rights to all copyrighted and copyrightable material, (iv) all technical data, know-how, shop practices, plans, drawings, blueprints, specifications and methods of manufacture, and (iv) all improvements, modifications, adaptations, revisions, enhancements, additions or changes to any of foregoing.

This Assignment may be executed in counterparts and shall be effective for all purposes as of the date set forth below.

Dated: 7/15, 2003

"Transferor"

DEBT ACQUISITION COMPANY OF AMERICA V, LLC,
a California limited liability company

By: Howard J. Justus
Howard J. Justus
Managing Director

"Transferee"

ADVANCED WALL SYSTEMS, LLC,
a Delaware limited liability company

By: Debt Acquisition Company of America V, LLC,
Member-Manager

By: Howard J. Justus
Howard J. Justus
Managing Director

By: Richard O. Werner
Richard O. Werner
Member-Manager

RECORDATION FORM COVER SHEET
PATENTS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of Conveying Party:

1) ECO BUILDING SYSTEMS, INC.

☐ Additional names of conveying parties attached.

3. Nature of Conveyance

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other:

Execution Date: 1) November 6, 1997

2. Name and Address of Receiving Party(ies):

Name: Imperial Bank

Street Address: 701 B Street, Suite 600

City, State, Zip: San Diego, CA 92101-8120

☐ Additional name(s) and address(es) attached.

4. (A) Patent Application Number(s):

09/993,374; 09/592,001

If this document is being filed together with a new application, the execution date of the application is:

☐ Additional Numbers Attached.

4. (B) Patent Number(s):

5,524,412; 6,073,410

5. Name and Address of Party to whom Correspondence Concerning this Document Should be Mailed:

Name: Gary M. Nath
 Address: NATH & ASSOCIATES
 1030 15th Street, N.W. - 6th Floor
 Washington, D.C. 20005

6. Total Number of Applications and Patents Involved:

1

7. Total Fee:

(37 CFR 3.41)

\$ 160.00

☒ Enclosed.☐ Authorized to be charged to deposit account.

8. Deposit Account Number:

14-0112

ATTACH DUPLICATE COPY OF THIS PAGE IF PAYING BY DEPOSIT ACCOUNT.

DO NOT USE THIS SPACE

9. Statement and Signature:

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Name of Person Signing

Gary M. Nath
 Gary M. Nath, Reg. No. 26,965
 Marvin C. Berkowitz, Reg. No. 47,421
 Customer No. 20,529

August 29, 2003
 Date

Attorney Docket No.: 90094; 90093; 90092; 90090

Total number of pages comprising cover sheet: 1

y731660253

**FINANCING STATEMENT — FOLLOW INSTRUCTIONS CAREFULLY**

This Financing Statement is presented for filing pursuant to the Uniform Commercial Code and will remain effective, with certain exceptions, for 5 years from date of filing.

A. NAME & TEL. # OF CONTACT AT FILER (optional)		B. FILING OFFICE ACCT. # (optional)
		1105/ Tim Burnack
C. RETURN COPY TO (Name and Mailing Address)		
Imperial Bank 9920 South La Cienega Blvd., #628 Inglewood, Ca 90301 Attn: Lending Services/cv		
D. OPTIONAL DESIGNATION (if applicable) <input type="checkbox"/> LESSOR/LESSEE <input type="checkbox"/> CONSIGNOR/CONSIGNEE <input type="checkbox"/> NON-UCC FILING		

FILED
SACRAMENTO, CA
NOV 06, 1997 AT 0800

BILL JONES
SECRETARY OF STATE

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b)				
1a. ENTITY'S NAME ECO BUILDING SYSTEMS, INC., a Delaware corporation				
OR	1b. INDIVIDUAL'S LAST NAME			
	FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS				
8318 Clairmont Mesa Blvd., #204				
CITY San Diego				
STATE CA COUNTRY POSTAL CODE 92111				
1d. S.S. OR TAX ID #	OPTIONAL ADDL INFO RE ENTITY DEBTOR	1e. TYPE OF ENTITY	1f. ENTITY'S STATE OR COUNTRY OF ORGANIZATION	1g. ENTITY'S ORGANIZATIONAL ID #, if any
33-0588657		corporation	Delaware	<input type="checkbox"/> NONE
2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b)				
2a. ENTITY'S NAME				
OR	2b. INDIVIDUAL'S LAST NAME			
	FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS				
CITY				
STATE COUNTRY POSTAL CODE				
2d. S.S. OR TAX ID #	OPTIONAL ADDL INFO RE ENTITY DEBTOR	2e. TYPE OF ENTITY	2f. ENTITY'S STATE OR COUNTRY OF ORGANIZATION	2g. ENTITY'S ORGANIZATIONAL ID #, if any
				<input type="checkbox"/> NONE
3. SECURED PARTY'S (ORIGINAL S/P OR ITS TOTAL ASSIGNEE) EXACT FULL LEGAL NAME - Insert only one secured party name (3a or 3b)				
3a. ENTITY'S NAME				
OR	3b. INDIVIDUAL'S LAST NAME			
	FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS				
CITY				
STATE CA COUNTRY POSTAL CODE 92101-8120				

4. This FINANCING STATEMENT covers the following types or items of property:

All personal property of Obligor (herein referred to as "Obligor" or "Debtor") whether presently existing or hereafter created, written, produced or acquired, including, but not limited to: (i) all accounts receivable, accounts, chattel paper, contract rights (including, without limitation, royalty agreements, license agreements and distribution agreements), documents, instruments, money, deposit accounts and general intangibles including, without limitation, returns, repossessions, books and records relating thereto, and equipment containing said books and records, all investment property including securities and securities entitlements, (ii) all software, computer source codes and other computer programs (collectively, the "Software Products"), and all common law and statutory copyrights and copyright registrations, applications for registration, now existing or hereafter arising, United States of America and foreign, obtained or to be obtained on or in connection with the Software Products, or any parts thereof or any underlying or component elements of the Software Products together with the right to copyright and all rights to renew or extend such copyrights and the right (but not the obligation) of Bank (herein referred to as "Bank" or "Secured Party") to sue in its own name and/or in the name of the Debtor for past, present and future infringements of copyright. (continued in Addendum)

5. CHECK <input type="checkbox"/> This FINANCING STATEMENT is signed by the Secured Party instead of the Debtor to perfect a security interest (a) in collateral already subject to a security interest in another jurisdiction when it was brought into this state, or when the debtor's location was changed to this state, or (b) in accordance with other statutory provisions (additional fees may be required)		7. If filed in Florida (check one) <input type="checkbox"/> Documentary stamp (or paid) <input type="checkbox"/> Documentary stamp (not applicable)	
6. REQUIRED SIGNATURE(S) ECO BUILDING SYSTEMS, INC., a Delaware corporation		8. <input type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)	
By: <i>[Signature]</i>		9. Check to REQUEST SEARCH CERTIFICATE(S) on Debtor(s) (ADDITIONAL FEE) <input type="checkbox"/> All Debtors <input checked="" type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2	

11. FILING OFFICER COPY - NATIONAL FINANCING STATEMENT (FORM UCC-1) (TRANS) (REV. 12/18/95)

Imperial Bank
P.O. Box 97991
Los Angeles, CA 90009
310-417-0600

FINANCING STATEMENT ADDENDUM — FOLLOW INSTRUCTIONS

7 SPACE FOR USE OF FILING OFFICER

A6A NAME OF FIRST DEBTOR ON RELATED FINANCING STATEMENT

ENTITY'S NAME

OR ECO BUILDING SYSTEMS, INC., a Delaware corporation

INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME SUFFIX

A6B MISCELLANEOUS



RECEIVED
SEP 26 2003
TC 1700

A61 ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one name (A61a or A61b)

A61a ENTITY'S NAME

OR

A61b INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

A61c MAILING ADDRESS

CITY

STATE

COUNTRY

POSTAL CODE

A61d SS OR TAX ID #

OPTIONAL
ADDITIONAL INFO RE
ENTITY DEBTOR

A61e TYPE OF ENTITY

A61f ENTITY'S STATE
OR COUNTRY OF
ORGANIZATION

A61g ENTITY'S ORGANIZATIONAL ID # if any

☐ NONE

A62 ADDITIONAL SECURED PARTY'S EXACT FULL LEGAL NAME - Insert only one name (A62a or A62b)

A62a ENTITY'S NAME

OR

A62b INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

A62c MAILING ADDRESS

CITY

STATE

COUNTRY

POSTAL CODE

- A63 ☐ The FINANCING STATEMENT covers interest to be cut, minerals or mineral-related accounts, or is filed as a future filing
- A64 ☐ This FINANCING STATEMENT covers crops growing or to be grown on the real estate described below
- A64 Description of real estate

A67 Additional collateral description

(Continued from UCC-1)

(iii) all goods including, without limitation, equipment and inventory (including, without limitation, all export inventory), (iv) all guarantees and other security therefor, (v) all trademarks, service marks, trade names and service names and the goodwill associated therewith, (vi) (a) all patents and patent applications filed in the United States Patent and Trademark Office or any similar office of any foreign jurisdiction, and interests under patent license agreements, including, without limitation, the inventions and improvements described and claimed therein, (b) licenses pertaining to any patent whether Debtor is licensor or licensee, (c) all income, royalties, damages, payments, accounts and accounts receivable now or hereafter due and/or payable under and with respect thereto, including, without limitation, damages and payments for past, present or future infringements thereof, (d) the right (but not the obligation) to sue for past, present and future infringements thereof, (e) all rights corresponding thereto throughout the world in all jurisdictions in which such patents have been issued or applied for, and (f) the reissues, divisions, continuations, renewals, extensions and continuations-in-part with any of the foregoing (all of the foregoing patents and applications and interests under patent license agreements, together with the items described in clauses (a) through (f) in this paragraph are sometimes herein individually and collectively referred to as the "Patents"), and (vii) all products and proceeds including, without limitation, insurance proceeds, of any of the foregoing.

A65 Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest)

A66 REQUIRED SIGNATURE
ECO BUILDING SYSTEMS, INC., a Delaware corporation By: _____

A68 ☐ Debtor is a TRANSMITTING UTILITY (if applicable)

(1) FILING OFFICER COPY - NATIONAL ADDENDUM (FORM UCC1Ad) (TRANS) (REV 12/18/03)

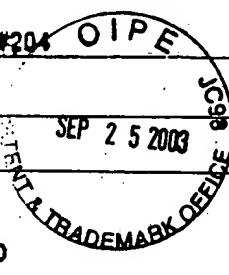
Imperial Bank
P.O. Box 92091
Los Angeles, CA 90009
310-417-5000

9731660253

STATE OF CALIFORNIA UNIFORM COMMERCIAL CODE - FINANCING STATEMENT CHANGE - FORM UCC-2

This STATEMENT is presented for filing pursuant to the CALIFORNIA Uniform Commercial Code

1. FILE NUMBER OF FINANCING STATEMENT 9731680253	1A. DATE OF FILING OF ORIGINAL FINANCING STATEMENT 11-8-97	1B. DATE OF ORIGINAL FINANCING STATEMENT	1C. PLACE OF FILING ORIGINAL FINANCING STATEMENT SACRAMENTO
2. DEBTOR (LAST NAME FIRST) ECO BUILDING SYSTEMS, INC., A DELAWARE CORPORATION			3A. SOCIAL SECURITY NO. (FEDERAL TAX NO.) 33-0588687
3B. ADDRESS (LAST NAME FIRST) 8316 CLAIRMONT MESA BOULEVARD, #204		3C. CITY STATE SAN DIEGO, CA.	3D. ZIP CODE 92111
4. ADDRESS OF DEBTOR (LAST NAME FIRST)		4A. SOCIAL SECURITY NO. (FEDERAL TAX NO.)	4B. ZIP CODE
5. NAME AND ADDRESS IMPERIAL BANK 701 B STREET, SUITE 600 SAN DIEGO		5A. SOCIAL SECURITY NO. (FEDERAL TAX NO.) (OR BANK TRANSIT AND A.R.A. NO.) 18-144/1222	5B. ZIP CODE 92101-8120
6. NAME AND ADDRESS IMPERIAL BANK 701 B STREET, SUITE 600 SAN DIEGO		6A. SOCIAL SECURITY NO. (FEDERAL TAX NO.) (OR BANK TRANSIT AND A.R.A. NO.)	6B. ZIP CODE



7. ☐ CONTINUATION--The original Financing Statement between the foregoing Debtor and Secured Party bearing the file number and date shown above is continued--if collateral is crops or timber, check here ☐ and insert description of real property on which growing or to be grown in item 7 below.
8. ☐ RELEASE--From the collateral described in the Financing Statement bearing the file number shown above, the Secured Party releases the collateral described in item 7 below.
9. ☐ ASSIGNMENT--The Secured Party certifies that the Secured Party has assigned to the Assignee above named, all the Secured Party's rights under the Financing Statement bearing the file number shown above in the collateral described in item 7 below.
10. ☐ TERMINATION--The Secured Party certifies that the Secured Party no longer claims a security interest under the Financing Statement bearing the file number shown above.
11. ☒ AMENDMENT--The Financing Statement bearing the file number shown above is amended as set forth in item 7 below.
(Signature of Debtor required on all amendments.)
12. ☐ OTHER

CHANGE DEBTORS ADDRESS TO: 596 SANDPIPER WAY, BUILDING 912, CHULA VISTA, CA. 91910

RECEIVED
SEP 26 2003
TC 1700

13. (Date) APRIL 28 1999		C O D E 1 2 3 4 5 6 7 8 9	14. THIS SPACE FOR USE OF FILING OFFICE 99139C0337
15. ECO BUILDING SYSTEMS, INC., A DELAWARE CORPORATION			
By: IMPERIAL BANK			
By: SECURED PARTY			
16. IMPERIAL BANK LOAN DOCUMENTATION SERVICES 9920 S. LA CIENEGA BL STE 828 INGLEWOOD, CA 90301 ATTN: SOKI WISE BR: 3803/RD			

FILED
SACRAMENTO, CA
MAY 17, 1999 AT 0800
BILL JONES
SECRETARY OF STATE

(1) Secured Party Copy

UNIFORM COMMERCIAL CODE FORM UCC-2